

United States Bankruptcy Court EASTERN DISTRICT OF TENNESSEE SOUTHERN DIVISION (CHATTANOOGA)		Voluntary Petition
Name of Debtor (if individual, enter Last, First, Middle): Phillips Brothers Machine Co., Inc.		Name of Joint Debtor (Spouse) (Last, First, Middle):
All Other Names used by the Debtor in the last 8 years (include married, maiden, and trade names):		All Other Names used by the Joint Debtor in the last 8 years (include married, maiden, and trade names):
Last four digits of Soc. Sec. or Individual-Taxpayer I.D. (ITIN)/Complete EIN (if more than one, state all): 58-1615947		Last four digits of Soc. Sec. or Individual-Taxpayer I.D. (ITIN)/Complete EIN (if more than one, state all):
Street Address of Debtor (No. and Street, City, and State): 1198 Shattuck Industrial Blvd. Lafayette, GA		Street Address of Joint Debtor (No. and Street, City, and State):
ZIP CODE 30728		ZIP CODE
County of Residence or of the Principal Place of Business: Walker		County of Residence or of the Principal Place of Business:
Mailing Address of Debtor (if different from street address): 1198 Shattuck Industrial Blvd. Lafayette, GA		Mailing Address of Joint Debtor (if different from street address):
ZIP CODE 30728		ZIP CODE
Location of Principal Assets of Business Debtor (if different from street address above):		
ZIP CODE		
Type of Debtor (Form of Organization) (Check one box.) <input type="checkbox"/> Individual (includes Joint Debtors) <i>See Exhibit D on page 2 of this form.</i> <input checked="" type="checkbox"/> Corporation (includes LLC and LLP) <input type="checkbox"/> Partnership <input type="checkbox"/> Other (If debtor is not one of the above entities, check this box and state type of entity below.)	Nature of Business (Check one box.) <input type="checkbox"/> Health Care Business <input type="checkbox"/> Single Asset Real Estate as defined in 11 U.S.C. § 101(51B) <input type="checkbox"/> Railroad <input type="checkbox"/> Stockbroker <input type="checkbox"/> Commodity Broker <input type="checkbox"/> Clearing Bank <input checked="" type="checkbox"/> Other	Chapter of Bankruptcy Code Under Which the Petition is Filed (Check one box.) <input type="checkbox"/> Chapter 7 <input type="checkbox"/> Chapter 9 <input checked="" type="checkbox"/> Chapter 11 <input type="checkbox"/> Chapter 12 <input type="checkbox"/> Chapter 13 <input type="checkbox"/> Chapter 15 Petition for Recognition of a Foreign Main Proceeding <input type="checkbox"/> Chapter 15 Petition for Recognition of a Foreign Nonmain Proceeding
Chapter 15 Debtors Country of debtor's center of main interests: Each country in which a foreign proceeding by, regarding, or against debtor is pending:	Tax-Exempt Entity (Check box, if applicable.) <input type="checkbox"/> Debtor is a tax-exempt organization under title 26 of the United States Code (the Internal Revenue Code).	Nature of Debts (Check one box.) <input type="checkbox"/> Debts are primarily consumer debts, defined in 11 U.S.C. § 101(8) as "incurred by an individual primarily for a personal, family, or household purpose." <input checked="" type="checkbox"/> Debts are primarily business debts.
Filing Fee (Check one box.) <input checked="" type="checkbox"/> Full Filing Fee attached. <input type="checkbox"/> Filing Fee to be paid in installments (applicable to individuals only). Must attach signed application for the court's consideration certifying that the debtor is unable to pay fee except in installments. Rule 1006(b). See Official Form 3A. <input type="checkbox"/> Filing Fee waiver requested (applicable to chapter 7 individuals only). Must attach signed application for the court's consideration. See Official Form 3B.		Check one box: Chapter 11 Debtors <input type="checkbox"/> Debtor is a small business debtor as defined by 11 U.S.C. § 101(51D). <input checked="" type="checkbox"/> Debtor is not a small business debtor as defined in 11 U.S.C. § 101(51D). Check if: <input type="checkbox"/> Debtor's aggregate noncontingent liquidated debts (excluding debts owed to insiders or affiliates) are less than \$2,490,925 (amount subject to adjustment on 4/01/16 and every three years thereafter). Check all applicable boxes: <input type="checkbox"/> A plan is being filed with this petition. <input type="checkbox"/> Acceptances of the plan were solicited prepetition from one or more classes of creditors, in accordance with 11 U.S.C. § 1126(b).
Statistical/Administrative Information <input checked="" type="checkbox"/> Debtor estimates that funds will be available for distribution to unsecured creditors. <input type="checkbox"/> Debtor estimates that, after any exempt property is excluded and administrative expenses paid, there will be no funds available for distribution to unsecured creditors.		THIS SPACE IS FOR COURT USE ONLY
Estimated Number of Creditors <input type="checkbox"/> 1-49 <input type="checkbox"/> 50-99 <input checked="" type="checkbox"/> 100-199 <input type="checkbox"/> 200-999 <input type="checkbox"/> 1,000-5,000 <input type="checkbox"/> 5,001-10,000 <input type="checkbox"/> 10,001-25,000 <input type="checkbox"/> 25,001-50,000 <input type="checkbox"/> 50,001-100,000 <input type="checkbox"/> Over 100,000		
Estimated Assets <input type="checkbox"/> \$0 to \$50,000 <input type="checkbox"/> \$50,001 to \$100,000 <input type="checkbox"/> \$100,001 to \$500,000 <input type="checkbox"/> \$500,001 to \$1 million <input checked="" type="checkbox"/> \$1,000,001 to \$10 million <input type="checkbox"/> \$10,000,001 to \$50 million <input type="checkbox"/> \$50,000,001 to \$100 million <input type="checkbox"/> \$100,000,001 to \$500 million <input type="checkbox"/> \$500,000,001 to \$1 billion <input type="checkbox"/> More than \$1 billion		
Estimated Liabilities <input type="checkbox"/> \$0 to \$50,000 <input type="checkbox"/> \$50,001 to \$100,000 <input type="checkbox"/> \$100,001 to \$500,000 <input type="checkbox"/> \$500,001 to \$1 million <input checked="" type="checkbox"/> \$1,000,001 to \$10 million <input type="checkbox"/> \$10,000,001 to \$50 million <input type="checkbox"/> \$50,000,001 to \$100 million <input type="checkbox"/> \$100,000,001 to \$500 million <input type="checkbox"/> \$500,000,001 to \$1 billion <input type="checkbox"/> More than \$1 billion		

Voluntary Petition*(This page must be completed and filed in every case.)*Name of Debtor(s): **Phillips Brothers Machine Co., Inc.****All Prior Bankruptcy Cases Filed Within Last 8 Years** (If more than two, attach additional sheet.)

Location Where Filed:

None

Case Number:

Date Filed:

Location Where Filed:

Case Number:

Date Filed:

Pending Bankruptcy Case Filed by any Spouse, Partner or Affiliate of this Debtor (If more than one, attach additional sheet.)

Name of Debtor:

Case Number:

Date Filed:

District:

Relationship:

Judge:

Exhibit A

(To be completed if debtor is required to file periodic reports (e.g., forms 10K and 10Q) with the Securities and Exchange Commission pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934 and is requesting relief under chapter 11.)

☒ Exhibit A is attached and made a part of this petition.**Exhibit B**

(To be completed if debtor is an individual whose debts are primarily consumer debts.)

I, the attorney for the petitioner named in the foregoing petition, declare that I have informed the petitioner that [he or she] may proceed under chapter 7, 11, 12, or 13 of title 11, United States Code, and have explained the relief available under each such chapter. I further certify that I have delivered to the debtor the notice required by 11 U.S.C. § 342(b).

X

Date

Exhibit C

Does the debtor own or have possession of any property that poses or is alleged to pose a threat of imminent and identifiable harm to public health or safety?

☐ Yes, and Exhibit C is attached and made a part of this petition.☒ No.**Exhibit D**

(To be completed by every individual debtor. If a joint petition is filed, each spouse must complete and attach a separate Exhibit D.)

☐ Exhibit D, completed and signed by the debtor, is attached and made a part of this petition.

If this is a joint petition:

☐ Exhibit D, also completed and signed by the joint debtor, is attached and made a part of this petition.**Information Regarding the Debtor - Venue**
(Check any applicable box.)☒ Debtor has been domiciled or has had a residence, principal place of business, or principal assets in this District for 180 days immediately☐ There is a bankruptcy case concerning debtor's affiliate, general partner, or partnership pending in this District.☐ Debtor is a debtor in a foreign proceeding and has its principal place of business or principal assets in the United States in this District, or has no principal place of business or assets in the United States but is a defendant in an action or proceeding [in a federal or state**Certification by a Debtor Who Resides as a Tenant of Residential Property**
(Check all applicable boxes.)☐ Landlord has a judgment against the debtor for possession of debtor's residence. (If box checked, complete the following.)

(Name of landlord that obtained judgment)

(Address of landlord)

☐ Debtor claims that under applicable nonbankruptcy law, there are circumstances under which the debtor would be permitted to cure the entire☐ Debtor has included with this petition the deposit with the court of any rent that would become due during the 30-day period after the filing of the☐ Debtor certifies that he/she has served the Landlord with this certification. (11 U.S.C. § 362(l)).

Voluntary Petition*(This page must be completed and filed in every case)*Name of Debtor(s): **Phillips Brothers Machine Co., Inc.****Signatures****Signature(s) of Debtor(s) (Individual/Joint)**

I declare under penalty of perjury that the information provided in this petition is true and correct.

[If petitioner is an individual whose debts are primarily consumer debts and has chosen to file under chapter 7] I am aware that I may proceed under chapter 7, 11, 12 or 13 of title 11, United States Code, understand the relief available under each such chapter, and choose to proceed under chapter 7.

[If no attorney represents me and no bankruptcy petition preparer signs the petition] I have obtained and read the notice required by 11 U.S.C. § 342(b).

I request relief in accordance with the chapter of title 11, United States Code, specified in this petition.

X _____**X** __________
Telephone Number (If not represented by attorney)_____
Date**Signature of a Foreign Representative**

I declare under penalty of perjury that the information provided in this petition is true and correct, that I am the foreign representative of a debtor in a foreign proceeding, and that I am authorized to file this petition.

(Check only one box.)



request relief in accordance with chapter 15 of title 11, United States Code. Certified copies of the documents required by 11 U.S.C. § 1515 are attached.



Pursuant to 11 U.S.C. § 1511, I request relief in accordance with the chapter of title 11 specified in this petition. A certified copy of the order granting recognition of the foreign main proceeding is attached.

X _____

(Signature of Foreign Representative)

(Printed Name of Foreign Representative)_____
Date**Signature of Attorney*****X** /s/ Jerrold D. Farinash
Jerrold D. Farinash Bar No. **10220****Farinash & Hayduk**
100 West M L King Blvd
Ste. 816
Chattanooga, TN 37402Phone No. **(423) 805-3100** Fax **(423) 805-3101**3/4/2015

Date

*In a case in which § 707(b)(4)(D) applies, this signature also constitutes a certification that the attorney has no knowledge after an inquiry that the information in the schedules is incorrect.

Signature of Non-Attorney Bankruptcy Petition Preparer

I declare under penalty of perjury that: (1) I am a bankruptcy petition preparer as defined in 11 U.S.C. § 110; (2) I prepared this document for compensation and have provided the debtor with a copy of this document and the notices and information required under 11 U.S.C. §§ 110(b), 110(h), and 342(b); and, (3) if rules or guidelines have been promulgated pursuant to 11 U.S.C. § 110(h) setting a maximum fee for services chargeable by bankruptcy petition preparers, I have given the debtor notice of the maximum amount before preparing any document for filing for a debtor or accepting any fee from the debtor, as required in that section. Official Form 19 is attached.

Printed Name and title, if any, of Bankruptcy Petition Preparer_____
Social-Security number (If the bankruptcy petition preparer is not an individual, state the Social-Security number of the officer, principal, responsible person or partner of the bankruptcy petition preparer.) (Required by 11 U.S.C. § 110.)**Signature of Debtor (Corporation/Partnership)**

I declare under penalty of perjury that the information provided in this petition is true and correct, and that I have been authorized to file this petition on behalf of the debtor.

The debtor requests relief in accordance with the chapter of title 11, United States Code, specified in this petition.

Phillips Brothers Machine Co., Inc.**X** /s/ Randall E. Phillips
Signature of Authorized Individual**Randall E. Phillips**

Printed Name of Authorized Individual

President

Title of Authorized Individual

3/4/2015

Date

Address**X** __________
Date

Signature of bankruptcy petition preparer or officer, principal, responsible person, or partner whose Social-Security number is provided above.

Names and Social-Security numbers of all other individuals who prepared or assisted in preparing this document unless the bankruptcy petition preparer is not an individual.

If more than one person prepared this document, attach additional sheets conforming to the appropriate official form for each person.

A bankruptcy petition preparer's failure to comply with the provisions of title 11 and the Federal Rules of Bankruptcy Procedure may result in fines or imprisonment or both. 11 U.S.C. § 110; 18 U.S.C. § 156.

Document Page 4 of 67
UNITED STATES BANKRUPTCY COURT
EASTERN DISTRICT OF TENNESSEE
SOUTHERN DIVISION (CHATTANOOGA)

IN RE: Phillips Brothers Machine Co., Inc.

CASE NO

CHAPTER 11

EXHIBIT "A" TO VOLUNTARY PETITION

1. Debtor's employer identification number is <u>58-1615947</u> .		
2. If any of debtor's securities are registered under section 12 of the Securities and Exchange Act of 1934, the SEC file number is _____.		
3. The following financial data is the latest available information and refers to the debtor's condition on <u>3/4/2015</u> .		
a. Total Assets	\$1,802,849.94	
b. Total Liabilities	\$3,589,488.79	
Secured debt	Amounts	Approximate number of holders
Fixed, liquidated secured debt	\$979,671.57	5
Contingent secured debt	\$0.00	0
Disputed secured debt	\$0.00	0
Unliquidated secured debt	\$0.00	0
Unsecured debt	Amounts	Approximate number of holders
Fixed, liquidated unsecured debt	\$2,609,817.22	111
Contingent unsecured debt	\$0.00	0
Disputed unsecured debt	\$0.00	0
Unliquidated unsecured debt	\$0.00	0
Stock	Amounts	Approximate number of holders
Number of shares of preferred stock		
Number of shares of common stock		
Comments, if any		
4. Brief description of debtor's business:		

**UNITED STATES BANKRUPTCY COURT
EASTERN DISTRICT OF TENNESSEE
SOUTHERN DIVISION (CHATTANOOGA)**

IN RE: **Phillips Brothers Machine Co., Inc.**

CASE NO

CHAPTER **11**

EXHIBIT "A" TO VOLUNTARY PETITION

Continuation Sheet No. 1

5. List the name of any person who directly or indirectly owns, controls, or holds, with power to vote, 20% or more of the voting securities of the debtor:

Randall E. Phillips

6. List the name of all corporations 20% or more of the outstanding voting securities of which are directly or indirectly owned, controlled, or held, with power to vote, by debtor:

I, **Randall E. Phillips**, the **President** of the corporation
named as the debtor in this case, declare under penalty of perjury that I have read the foregoing Exhibit "A" to Voluntary Petition, and
that it is true and correct to the best of my information and belief.

Date: **3/4/2015**

Signature: **/s/ Randall E. Phillips**
Randall E. Phillips
President

In re Phillips Brothers Machine Co., Inc.

Case No. _____
(if known)

SCHEDULE A - REAL PROPERTY

Description and Location of Property	Nature of Debtor's Interest in Property		Current Value of Debtor's Interest in Property, Without Deducting Any Secured Claim or Exemption	Amount Of Secured Claim
None				
Total:			\$0.00	

(Report also on Summary of Schedules)

In re Phillips Brothers Machine Co., Inc.

Case No. _____
(if known)

SCHEDULE B - PERSONAL PROPERTY

Type of Property	None	Description and Location of Property	Current Value of Debtor's Interest in Property, Without Deducting any Secured Claim or Exemption
1. Cash on hand.	X		
2. Checking, savings or other financial accounts, certificates of deposit or shares in banks, savings and loan, thrift, building and loan, and home-stead associations, or credit unions, brokerage houses, or cooperatives.		Checking - Cornerstone Community Bank	\$22,380.00
		Checking - Northwest Georgia Bank	\$771.00
3. Security deposits with public utilities, telephone companies, landlords, and others.		Utilities - City of Lafayette	\$2,000.00
4. Household goods and furnishings, including audio, video and computer equipment.	X		
5. Books; pictures and other art objects; antiques; stamp, coin, record, tape, compact disc, and other collections or collectibles.	X		
6. Wearing apparel.	X		
7. Furs and jewelry.	X		
8. Firearms and sports, photographic, and other hobby equipment.	X		
9. Interests in insurance policies. Name insurance company of each policy and itemize surrender or refund value of each.	X		
10. Annuities. Itemize and name each issuer.	X		

In re **Phillips Brothers Machine Co., Inc.**

Case No. _____
(if known)

SCHEDULE B - PERSONAL PROPERTY

Continuation Sheet No. 1

Type of Property	None	Description and Location of Property	Current Value of Debtor's Interest in Property, Without Deducting any Secured Claim or Exemption
11. Interests in an education IRA as defined in 26 U.S.C. § 530(b)(1) or under a qualified State tuition plan as defined in 26 U.S.C. § 529(b)(1). Give particulars. (File separately the record(s) of any such interest(s). 11 U.S.C. § 521(c).)	X		
12. Interests in IRA, ERISA, Keogh, or other pension or profit sharing plans. Give particulars.	X		
13. Stock and interests in incorporated and unincorporated businesses. Itemize.	X		
14. Interests in partnerships or joint ventures. Itemize.	X		
15. Government and corporate bonds and other negotiable and non-negotiable instruments.	X		
16. Accounts receivable.		Accounts Receivable	\$570,309.94
17. Alimony, maintenance, support, and property settlements to which the debtor is or may be entitled. Give particulars.	X		
18. Other liquidated debts owed to debtor including tax refunds. Give particulars.	X		

In re **Phillips Brothers Machine Co., Inc.**

Case No. _____
(if known)

SCHEDULE B - PERSONAL PROPERTY

Continuation Sheet No. 2

Type of Property	None	Description and Location of Property	Current Value of Debtor's Interest in Property, Without Deducting any Secured Claim or Exemption
19. Equitable or future interests, life estates, and rights or powers exercisable for the benefit of the debtor other than those listed in Schedule A - Real Property.	X		
20. Contingent and noncontingent interests in estate of a decedent, death benefit plan, life insurance policy, or trust.	X		
21. Other contingent and unliquidated claims of every nature, including tax refunds, counterclaims of the debtor, and rights to setoff claims. Give estimated value of each.	X		
22. Patents, copyrights, and other intellectual property. Give particulars.	X		
23. Licenses, franchises, and other general intangibles. Give particulars.	X		
24. Customer lists or other compilations containing personally identifiable information (as defined in 11 U.S.C. § 101(41A)) provided to the debtor by individuals in connection with obtaining a product or service from the debtor primarily for personal, family, or household purposes.	X		
25. Automobiles, trucks, trailers, and other vehicles and accessories.		1999 Ford F150	\$3,100.00
		1999 Ford F800	\$7,500.00

In re **Phillips Brothers Machine Co., Inc.**

Case No. _____
(if known)

SCHEDULE B - PERSONAL PROPERTY

Continuation Sheet No. 3

Type of Property	None	Description and Location of Property	Current Value of Debtor's Interest in Property, Without Deducting any Secured Claim or Exemption
		2009 Ford F250	\$20,000.00
		2011 Ford F250	\$31,900.00
		2012 International	\$31,337.00
26. Boats, motors, and accessories.	X		
27. Aircraft and accessories.	X		
28. Office equipment, furnishings, and supplies.		Furniture and office Equipment	\$49,165.00
		Machinery and equipment	\$1,064,387.00
29. Machinery, fixtures, equipment, and supplies used in business.	X		
30. Inventory.		Inventory	\$780,430.00
31. Animals.	X		
32. Crops - growing or harvested. Give particulars.	X		
33. Farming equipment and implements.	X		
34. Farm supplies, chemicals, and feed.	X		
35. Other personal property of any kind not already listed. Itemize.	X		
<div> <div>3</div> <div>continuation sheets attached</div> </div> <div> <div>Total ></div> <div>\$2,583,279.94</div> </div>			

(Include amounts from any continuation sheets attached. Report total also on Summary of Schedules.)

In re Phillips Brothers Machine Co., Inc.

Case No. _____
(If known)

SCHEDULE C - PROPERTY CLAIMED AS EXEMPT

Debtor claims the exemptions to which debtor is entitled under: ☐ Check if debtor claims a homestead exemption that exceeds \$155,675.*
(Check one box)

- ☐ 11 U.S.C. § 522(b)(2)
☐ 11 U.S.C. § 522(b)(3)

Description of Property	Specify Law Providing Each Exemption	Value of Claimed Exemption	Current Value of Property Without Deducting Exemption
Not Applicable			
* Amount subject to adjustment on 4/01/16 and every three years thereafter with respect to c commenced on or after the date of adjustment.		\$0.00	\$0.00

In re Phillips Brothers Machine Co., Inc.

Case No. _____
(if known)**SCHEDULE D - CREDITORS HOLDING SECURED CLAIMS**☐ Check this box if debtor has no creditors holding secured claims to report on this Schedule D.

CREDITOR'S NAME AND MAILING ADDRESS INCLUDING ZIP CODE AND AN ACCOUNT NUMBER (See Instructions Above.)	CODEBTOR	DATE CLAIM WAS INCURRED, NATURE OF LIEN, AND DESCRIPTION AND VALUE OF PROPERTY SUBJECT TO LIEN	CONTINGENT UNLIQUIDATED DISPUTED	AMOUNT OF CLAIM WITHOUT DEDUCTING VALUE OF COLLATERAL	UNSECURED PORTION, IF ANY
ACCT #: xxxx5738 CORNERSTONE COMMUNITY BANK 4154 Ringgold Road Chattanooga, TN 37412		DATE INCURRED: NATURE OF LIEN: other COLLATERAL: Accounts Receivable REMARKS: VALUE: \$497,057.02		\$497,057.02	
ACCT #: xxxx5722 CORNERSTONE COMMUNITY BANK 4154 Ringgold Road Chattanooga, TN 37412		DATE INCURRED: NATURE OF LIEN: Other COLLATERAL: Accounts Receivable REMARKS: VALUE: \$476,400.73		\$476,400.73	
ACCT #: xxxx8690 FORD CREDIT P O BOX 62180 COLORADO SPRINGS, CO 80962		DATE INCURRED: NATURE OF LIEN: Purchase Money COLLATERAL: 2009 Ford F250 REMARKS: VALUE: \$31,900.00		\$2,536.32	
ACCT #: xxxxxxx0700 GE CAPITAL P O BOX 3083 CEDAR RAPIDS, IA 52406-3083		DATE INCURRED: NATURE OF LIEN: Purchase Money COLLATERAL: 2012 International REMARKS: VALUE: \$31,337.00		\$2,946.34	
Subtotal (Total of this Page) >				\$978,940.41	\$0.00
Total (Use only on last page) >					

1 continuation sheets attached

(Report also
on
Summary of
Schedules.)(If applicable,
report also on
Statistical
Summary of
Certain
Liabilities)

Case No. _____
(if known)

SCHEDULE D - CREDITORS HOLDING SECURED CLAIMS

CREDITOR'S NAME AND MAILING ADDRESS INCLUDING ZIP CODE AND AN ACCOUNT NUMBER (See Instructions Above.)		CODEBTOR	DATE CLAIM WAS INCURRED, NATURE OF LIEN, AND DESCRIPTION AND VALUE OF PROPERTY SUBJECT TO LIEN	CONTINGENT UNLIQUIDATED DISPUTED	AMOUNT OF CLAIM WITHOUT DEDUCTING VALUE OF COLLATERAL	UNSECURED PORTION, IF ANY
ACCT #: xxxxxxxxxxxxxx3000	SUNTRUST CONSUMER LOAN PAYMEN P O BOX 305053 NASHVILLE, TN 37230		DATE INCURRED: NATURE OF LIEN: Purchase Money COLLATERAL: 2009 Ford F250 REMARKS:		\$731.16	
VALUE: \$20,000.00						
Sheet no. <u>1</u> of <u>1</u> continuation sheets attached to Schedule of Creditors Holding Secured Claims				Subtotal (Total of this Page) > Total (Use only on last page) >		\$731.16 \$979,671.57
						\$0.00 \$0.00

Sheet no. 1 of 1 continuation sheets attached to Schedule of Creditors Holding Secured Claims

(Report also
on
Summary of
Schedules.)

(If applicable,
report also on
Statistical
Summary of
Certain
Liabilities

In re **Phillips Brothers Machine Co., Inc.**Case No. _____
(If Known)**SCHEDULE E - CREDITORS HOLDING UNSECURED PRIORITY CLAIMS**☐ Check this box if debtor has no creditors holding unsecured priority claims to report on this Schedule E.**TYPES OF PRIORITY CLAIMS** (Check the appropriate box(es) below if claims in that category are listed on the attached sheet)☐ **Domestic Support Obligations**

Claims for domestic support that are owed to or recoverable by a spouse, former spouse, or child of the debtor, or the parent, legal guardian, or responsible relative of such a child, or a governmental unit to whom such a domestic support claim has been assigned to

☐ **Extensions of credit in an involuntary case**

Claims arising in the ordinary course of the debtor's business or financial affairs after the commencement of the case but before the earlier of

☐ **Wages, salaries, and commissions**

Wages, salaries, and commissions, including vacation, severance, and sick leave pay owing to employees and commissions owing to qualifying independent sales representatives up to \$12,475* per person earned within 180 days immediately preceding the

☐ **Contributions to employee benefit plans**

Money owed to employee benefit plans for services rendered within 180 days immediately preceding the filing of the original petition, or the

☐ **Certain farmers and fishermen**

Claims of certain farmers and fishermen, up to \$6,150* per farmer or fisherman, against the debtor, as provided in 11 U.S.C. §

☐ **Deposits by individuals**

Claims of individuals up to \$2,775* for deposits for the purchase, lease or rental of property or services for personal, family, or household use,

☒ **Taxes and Certain Other Debts Owed to Governmental Units**

Taxes, customs duties, and penalties owing to federal, state, and local governmental units as set forth in 11 U.S.C. § 507(a)

☐ **Commitments to Maintain the Capital of an Insured Depository Institution**

Claims based on commitments to the FDIC, RTC, Director of the Office of Thrift Supervision, Comptroller of the Currency, or Board of Governors of the Federal Reserve System, or their predecessors or successors, to maintain the capital of an insured depository

☐ **Claims for Death or Personal Injury While Debtor Was Intoxicated**

Claims for death or personal injury resulting from the operation of a motor vehicle or vessel while the debtor was intoxicated from using

☐ **Administrative allowances under 11 U.S.C. Sec. 330**

Claims based on services rendered by the trustee, examiner, professional person, or attorney and by any paraprofessional person employed

** Amounts are subject to adjustment on 4/01/16, and every three years thereafter with respect to cases commenced on or after the date of*

B6E (Official Form 6E) (04/13) - Cont.

In re Phillips Brothers Machine Co., Inc.

Case No. _____
(If Known)**SCHEDULE E - CREDITORS HOLDING UNSECURED PRIORITY CLAIMS**

TYPE OF PRIORITY

Taxes and Certain Other Debts Owed to Governmental Units

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.)	CODEBTR	DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM	CONTINGENT UNLIQUIDATED DISPUTED	AMOUNT OF CLAIM	AMOUNT ENTITLED TO	AMOUNT NOT ENTITLED TO PRIORITY,
ACCT #xxxxxx Only		DATE INCURRED: CONSIDERATION: Notice Only REMARKS:		\$0.00	\$0.00	\$0.00
Georgia Department of Revenue Compliance Division ARCS - Bankruptcy 1800 Century Blvd NE, Suite 9100 Atlanta, GA 30345-3202						
ACCT #xxxxxx ONLY		DATE INCURRED: CONSIDERATION: Notice Only REMARKS:		\$0.00	\$0.00	\$0.00
Internal Revenue Service Central Insolvency Operation P O Box 21126 Philadelphia, PA 19114-0326						
Sheet no. <u>1</u> of <u>1</u> continuation sheets attached to Schedule of Creditors Holding Priority Claims (Use only on last page of the completed Schedule E. Totals (Totals of this page) > Total > Totals > (Use only on last page of the completed Schedule E. If applicable, report also on the Statistical				\$0.00	\$0.00	\$0.00
				\$0.00		
					\$0.00	\$0.00

B6F (Official Form 6F) (12/07)

In re Phillips Brothers Machine Co., Inc.

Case No. _____
(if known)**SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS**☐ Check this box if debtor has no creditors holding unsecured claims to report on this Schedule F.

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.)	CODEBTR	DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM. IF CLAIM IS SUBJECT TO SETOFF, SO STATE.	CONTINGENT	UNLIQUIDATED	DISPUTED	AMOUNT OF CLAIM
ACCT #: 4689 A M CASTLE & CO/CASTLE METALS 1420 KENSINGTON RD STE 220 OAKBROOK, IL 60523		DATE INCURRED: CONSIDERATION: REMARKS:				\$70,709.71
ACCT #: xxxxxxxxxx0001 ACCIDENT FUND INS CO OF AMERICA P O BOX 40790 LANSING, MI 48901-7990		DATE INCURRED: CONSIDERATION: REMARKS:				\$7,833.10
ACCT #: x7774 ACE HARDWARE 4921 HWY 58 CHATTANOOGA, TN 37416		DATE INCURRED: CONSIDERATION: REMARKS:				\$10,068.37
ACCT #: xxx1814 ACS OF GEORGIA-CHAMBLEE 3812 GREEN INDUSTRIAL WAY CHAMBLEE, GA 30341		DATE INCURRED: CONSIDERATION: REMARKS:				\$2,303.43
ACCT #: xx5579 ADP, LL ONE ADP DRIVE MS-100 AUGUSTA, GA 30909		DATE INCURRED: CONSIDERATION: REMARKS:				\$1,041.45
ACCT #: xxxxx0001 ALLIANT HEALTH PLANS, INC 1503 N TIBBS RD DALTON, GA 30720		DATE INCURRED: CONSIDERATION: REMARKS:				\$1.00
Subtotal >						\$91,957.06
Total >						

(Use only on last page of the completed Schedule F.)
(Report also on Summary of Schedules and, if applicable, on the
Statistical Summary of Certain Liabilities and Related Data.)

18 continuation sheets attached

B6F (Official Form 6F) (12/07) - Cont.

In re Phillips Brothers Machine Co., Inc.

Case No. _____
(if known)**SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS**

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.)	CODEBTOR	DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM. IF CLAIM IS SUBJECT TO SETOFF, SO STATE.	CONTINGENT	UNLIQUIDATED	DISPUTED	AMOUNT OF CLAIM
ACCT #: P201 ALLTRA CORPORATION P O BOX 370 DEWEY, OK 74029		DATE INCURRED: CONSIDERATION: REMARKS:				\$5,651.24
ACCT #: xxx1243 APPLIED INDUSTRIAL TECH. 4136 JERSEY PIKE STE A CHATTANOOGA, TN 37421-2241		DATE INCURRED: CONSIDERATION: REMARKS:				\$11,621.73
ACCT #: xx3288 ASHLEY SLING INC. 3711 CALHOUN AVE CHATTANOOGA, TN 37407		DATE INCURRED: CONSIDERATION: REMARKS:				\$1,194.77
ACCT #: 8110 ASTRALLOY STEEL PRODUCTS 8 WOOD HOLLOW RD ST 102 PARSIPPANY, NJ 7054		DATE INCURRED: CONSIDERATION: REMARKS:				\$27,596.87
ACCT #: xx9959 AVERITT EXPRESS 1415 NEAL STREET COOKEVILLE, TN 38502-3145		DATE INCURRED: CONSIDERATION: REMARKS:				\$12,154.87
ACCT #: xx1089 BEST ONE TIRE SERVICE 2348 ROSSVILLE BLVD CHATTANOOGA, TN 37408		DATE INCURRED: CONSIDERATION: REMARKS:				\$2,739.16
Sheet no. <u>1</u> of <u>18</u> continuation sheets attached to Schedule of Creditors Holding Unsecured Nonpriority Claims						Subtotal > \$60,958.64
(Use only on last page of the completed Schedule F.) (Report also on Summary of Schedules and, if applicable, on the Statistical Summary of Certain Liabilities and Related Data.)						Total >

B6F (Official Form 6F) (12/07) - Cont.

In re Phillips Brothers Machine Co., Inc.

Case No. _____
(if known)**SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS**

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.)	CODEBTOR	DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM. IF CLAIM IS SUBJECT TO SETOFF, SO STATE.	CONTINGENT	UNLIQUIDATED	DISPUTED	AMOUNT OF CLAIM
ACCT #: BLUFF ROCK LANDSCAPE MAINTENANCE P O BOX 7 CHICKAMAUGA, GA 30707		DATE INCURRED: CONSIDERATION: REMARKS:				\$400.00
ACCT #: 1637 BODYCOTE THERMAL PROCESSING INC 1690 HWY 138 N E CONYERS, GA 30013		DATE INCURRED: CONSIDERATION: REMARKS:				\$28,303.72
ACCT #: PHIL BOXX GEAR MANUFACTURING INC 787 OLD TRINITY ROAD DECATUR, AL 35601		DATE INCURRED: CONSIDERATION: REMARKS:				\$16,249.00
ACCT #: xX975 BP BUSINESS SOLUTIONS P O BOX 923928 NORCROSS, GA 30010		DATE INCURRED: CONSIDERATION: REMARKS:				\$4,980.82
ACCT #: xxxx xxxx xxxx 0246 BUSINESS CARD BK OF AMERICA P O BOX 982238 EL PASO, TX 79998		DATE INCURRED: CONSIDERATION: REMARKS:				\$14,450.69
ACCT #: C32 C & S PLATING & MACHINE, INC 9077 HIGHWAY 11, SOUTH TRENTON, GA 30752		DATE INCURRED: CONSIDERATION: REMARKS:				\$26,328.80
Sheet no. <u>2</u> of <u>18</u> continuation sheets attached to Schedule of Creditors Holding Unsecured Nonpriority Claims						Subtotal >
						\$90,713.03
						Total >
						(Use only on last page of the completed Schedule F.) (Report also on Summary of Schedules and, if applicable, on the Statistical Summary of Certain Liabilities and Related Data.)

B6F (Official Form 6F) (12/07) - Cont.

In re Phillips Brothers Machine Co., Inc.

Case No. _____
(if known)**SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS**

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.)	CODEBTOR	DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM. IF CLAIM IS SUBJECT TO SETOFF, SO STATE.	CONTINGENT	UNLIQUIDATED	DISPUTED	AMOUNT OF CLAIM
ACCT #: x2059 CCTY USA BEARING CO 1111 ROSE ROAD LAKE ZURICH, IL 60047		DATE INCURRED: CONSIDERATION: REMARKS:				\$3,895.20
ACCT #: xx170E CENTURY SPRING CORP. P O BOX 15287 LOS ANGELES, CA 90015		DATE INCURRED: CONSIDERATION: REMARKS:				\$784.95
ACCT #: CHATTANOOGA PAPER & PACKAGING 1641 FERNWOOD CIRCLE CHATTANOOGA, TN 37421		DATE INCURRED: CONSIDERATION: REMARKS:				\$2,247.27
ACCT #: xxxxx9204 CITY OF LAFAYETTE P O BOX 89 LAFAYETTE, GA 30728		DATE INCURRED: CONSIDERATION: REMARKS:				\$1.00
ACCT #: xxxx9500 COLONIAL SUPPLEMENTAL INS. CO. PROC CTR P O BOX 1365 COLUMBIA, SC 29202-1365		DATE INCURRED: CONSIDERATION: REMARKS:				\$1.00
ACCT #: x8659 COMMUNICATIONS & ELECTRONICS P O BOX 5445 CHATTANOOGA, TN 37406		DATE INCURRED: CONSIDERATION: REMARKS:				\$1,101.03
Sheet no. <u>3</u> of <u>18</u> continuation sheets attached to Schedule of Creditors Holding Unsecured Nonpriority Claims						Subtotal > \$8,030.45
Total > (Use only on last page of the completed Schedule F.) (Report also on Summary of Schedules and, if applicable, on the Statistical Summary of Certain Liabilities and Related Data.)						

Case No. _____
(if known)**SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS**

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.)	CODEBTOR	DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM. IF CLAIM IS SUBJECT TO SETOFF, SO STATE.	CONTINGENT	UNLIQUIDATED	DISPUTED	AMOUNT OF CLAIM
ACCT #: xxxxxxxx7000 COMPANION LIFE INSURANCE CO P O BOX 100102 COLUMBIA, SC 29202-3102		DATE INCURRED: CONSIDERATION: REMARKS:				\$1.00
ACCT #: 4087 CRESWELL RICHARDSON 900 APPLING STREET CHATTANOOGA, TN 37406		DATE INCURRED: CONSIDERATION: REMARKS:				\$4,272.12
ACCT #: xx7952 DE LAGE LANDEN FINANCIAL SERV P O BOX 41602 PHILADELPHIA, PA 19101-1602		DATE INCURRED: CONSIDERATION: REMARKS:				\$170.01
ACCT #: xx2981 DIRECT METALS 3775 COBB INTERNATIONAL BLVD KENNESAW, GA 30152		DATE INCURRED: CONSIDERATION: REMARKS:				\$414.50
ACCT #: xx1161 DUPLICATOR SUPPLY CO.,INC P.O.BOX 3323 CHATTANOOGA, TN 37404-0323		DATE INCURRED: CONSIDERATION: REMARKS:				\$182.69
ACCT #: DYNAMIC COMPUTER SALES & SERVICE P O BOX 8125 CHATTANOOGA, TN 37414		DATE INCURRED: CONSIDERATION: REMARKS:				\$1.00
Sheet no. <u>4</u> of <u>18</u> continuation sheets attached to Schedule of Creditors Holding Unsecured Nonpriority Claims						Subtotal > \$5,041.32
Total > (Use only on last page of the completed Schedule F.) (Report also on Summary of Schedules and, if applicable, on the Statistical Summary of Certain Liabilities and Related Data.)						

B6F (Official Form 6F) (12/07) - Cont.

In re Phillips Brothers Machine Co., Inc.

Case No. _____
(if known)**SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS**

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.)	CODEBTOR	DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM. IF CLAIM IS SUBJECT TO SETOFF, SO STATE.	CONTINGENT	UNLIQUIDATED	DISPUTED	AMOUNT OF CLAIM
ACCT #: x0761 EDWARD W DANIEL LLC 46950 STATE ROUTE 18 W, STE B WELLINGTON, OH 44090		DATE INCURRED: CONSIDERATION: REMARKS:				\$9,472.64
ACCT #: x5027 ELLISON TECHNOLOGIES 4345 MORRIS PARK DR CHARLOTTE, NC 28227		DATE INCURRED: CONSIDERATION: REMARKS:				\$1,185.64
ACCT #: xxxxxxx7302 EMPLOYERS ASSURANCE COMPANY 14120 BALLANTYNE CORP PL STE 100 CHARLOTTE, NC 28277-2685		DATE INCURRED: CONSIDERATION: REMARKS:				\$16,054.00
ACCT #: ENGINEERED SEALING PRODUCTS INC P O BOX 310 COLLEGE GROVE, TN 37046		DATE INCURRED: CONSIDERATION: REMARKS:				\$2,544.40
ACCT #: xxxB000 EPSI MASKING & HANGING SOLUTIONS 4221 COURTNEY ROAD FRANKSVILLE, WI 53126		DATE INCURRED: CONSIDERATION: REMARKS:				\$802.27
ACCT #: xxx3662 ESTES EXPRESS LINES P O BOX 25612 RICHMOND, VA 23260-5612		DATE INCURRED: CONSIDERATION: REMARKS:				\$2,975.50
Sheet no. <u>5</u> of <u>18</u> continuation sheets attached to Schedule of Creditors Holding Unsecured Nonpriority Claims						Subtotal > \$33,034.45
Total > (Use only on last page of the completed Schedule F.) (Report also on Summary of Schedules and, if applicable, on the Statistical Summary of Certain Liabilities and Related Data.)						

In re Phillips Brothers Machine Co., Inc.

Case No. _____
(if known)**SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS**

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.)	CODEBTR	DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM. IF CLAIM IS SUBJECT TO SETOFF, SO STATE.	CONTINGENT	UNLIQUIDATED	DISPUTED	AMOUNT OF CLAIM
ACCT #: xxxxx0025 FASTENAL 4716 ROSSVILLE BLVD CHATTANOOGA, TN 37407		DATE INCURRED: CONSIDERATION: REMARKS:				\$5,555.78
ACCT #: x1114 FIVE STAR FOOD SERVICE INC 248 ROLLINS INDUSTRIAL COURT RINGGOLD, GA 30736		DATE INCURRED: CONSIDERATION: REMARKS:				\$1,718.05
ACCT #: xxx xxx3473 FLEGAL INSURANCE INC. P.O.BOX 39 ROSSVILLE, GA 30741		DATE INCURRED: CONSIDERATION: REMARKS:				\$3,478.28
ACCT #: HEIL ENVIRONMENTAL 106 45TH STREET N.E. FORT PAYNE, AL 35967		DATE INCURRED: CONSIDERATION: REMARKS:				\$167,356.69
ACCT #: x0250 HENDERSON HUTCHERSON & MCCULLOUGH 1200 MARKET STREET CHATTANOOGA, TN 37421		DATE INCURRED: CONSIDERATION: REMARKS:				\$54,877.09
ACCT #: 927 INDUSTRIAL WELDING SUPPLY P O BOX 4014 CHATTANOOGA, TN 37405		DATE INCURRED: CONSIDERATION: REMARKS:				\$106,414.54
Sheet no. <u>6</u> of <u>18</u> continuation sheets attached to Schedule of Creditors Holding Unsecured Nonpriority Claims						Subtotal > \$339,400.43
Total > (Use only on last page of the completed Schedule F.) (Report also on Summary of Schedules and, if applicable, on the Statistical Summary of Certain Liabilities and Related Data.)						

B6F (Official Form 6F) (12/07) - Cont.

In re Phillips Brothers Machine Co., Inc.

Case No. _____
(if known)**SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS**

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.)	CODEBTOR	DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM. IF CLAIM IS SUBJECT TO SETOFF, SO STATE.	CONTINGENT	UNLIQUIDATED	DISPUTED	AMOUNT OF CLAIM
ACCT #: J & M TOOL CUTTER GRINDING, INC 38 DEVILS CREEK RD CORBIN, KY 40701		DATE INCURRED: CONSIDERATION: REMARKS:				\$386.50
ACCT #: xx1528 J SUPPLY CO INC 88 ADDINGTON DR ROME, GA 30165		DATE INCURRED: CONSIDERATION: REMARKS:				\$154.53
ACCT #: xxx0572 JEFFREYS 8500 TRIAD DRIVE COLFAX, NC 27235		DATE INCURRED: CONSIDERATION: REMARKS:				\$672.50
ACCT #: xxx0005 JORGENSEN CONVEYORS, INC 10303 NORTH BAEHR ROAD MEQUON, WI 53092-4611		DATE INCURRED: CONSIDERATION: REMARKS:				\$2,869.48
ACCT #: xx3196 JOSEPH T RYERSON & SON 4400 PEACHTREE IND BLVD NORCROSS, GA 30091-4725		DATE INCURRED: CONSIDERATION: REMARKS:				\$1,076,173.17
ACCT #: K-M INDUSTRIAL PRODUCTS P O BOX 1285 OXFORD, GA 30054		DATE INCURRED: CONSIDERATION: REMARKS:				\$985.74
Sheet no. 7 of 18 continuation sheets attached to Schedule of Creditors Holding Unsecured Nonpriority Claims						Subtotal > \$1,081,241.92
Total > (Use only on last page of the completed Schedule F.) (Report also on Summary of Schedules and, if applicable, on the Statistical Summary of Certain Liabilities and Related Data.)						

B6F (Official Form 6F) (12/07) - Cont.

In re Phillips Brothers Machine Co., Inc.

Case No. _____
(if known)**SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS**

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.)	CODEBTOR	DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM. IF CLAIM IS SUBJECT TO SETOFF, SO STATE.	CONTINGENT	UNLIQUIDATED	DISPUTED	AMOUNT OF CLAIM
ACCT #: x9484 KENCO MATERIAL HANDLING SOLUTIONS 2001 RIVERSIDE DR BLDG #3 CHATTANOOGA, TN 37401		DATE INCURRED: CONSIDERATION: REMARKS:				\$7,950.34
ACCT #: KIRK MACHINE CO. P O BOX 2066 CHATTANOOGA, TN 37409		DATE INCURRED: CONSIDERATION: REMARKS:				\$11,870.00
ACCT #: 651 KLEEN-A-MATIC P.O.BOX 730 ROSSVILLE, GA 30741		DATE INCURRED: CONSIDERATION: REMARKS:				\$43,090.99
ACCT #: xxxxxxx BROS LEGACY MANUFACTURING, INC 2775 LAKEVIEW DR ROSSVILLE, GA 30741		DATE INCURRED: CONSIDERATION: REMARKS:				\$11,116.62
ACCT #: xxx xxx xxx798 3 LOWES/SYNCHRONY BANK P O BOX 965060 ORLANDO, FL 32896-5060		DATE INCURRED: CONSIDERATION: REMARKS:				\$1,127.81
ACCT #: xxxxxxx xxOTHE M FORCE STAFFING INC 1626 DOWNTOWN WEST BOULEVARD KNOXVILLE, TN 37919		DATE INCURRED: CONSIDERATION: REMARKS:				\$51,177.29
Sheet no. <u>8</u> of <u>18</u> continuation sheets attached to Schedule of Creditors Holding Unsecured Nonpriority Claims						Subtotal >
						\$126,333.05
						Total >
						(Use only on last page of the completed Schedule F.) (Report also on Summary of Schedules and, if applicable, on the Statistical Summary of Certain Liabilities and Related Data.)

B6F (Official Form 6F) (12/07) - Cont.

In re Phillips Brothers Machine Co., Inc.

Case No. _____
(if known)**SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS**

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.)	CODEBTR	DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM. IF CLAIM IS SUBJECT TO SETOFF, SO STATE.	CONTINGENT	UNLIQUIDATED	DISPUTED	AMOUNT OF CLAIM
ACCT #: xxxxxxxx2-001 MACHINERY FINANCE RESOURCES P O BOX 7167 PASADENA, CA 91109-7167		DATE INCURRED: CONSIDERATION: REMARKS:				\$14,006.40
ACCT #: 2225 MARMON/KEYSTONE COMPANY 4250 BLUE RIDGE IND. PKWY NORCROSS, GA 30071		DATE INCURRED: CONSIDERATION: REMARKS:				\$10,776.59
ACCT #: xxxxx-0001 MATERIAL HANDLING, INC 1050 STUART ST CHATTANOOGA, TN 37406		DATE INCURRED: CONSIDERATION: REMARKS:				\$271.15
ACCT #: xx0975 MAZAK CORPORATION - S E 8025 PRODUCTION DRIVE FLORENCE, KY 41022		DATE INCURRED: CONSIDERATION: REMARKS:				\$831.04
ACCT #: xxxxx7100 MCMaster-CARR 6100 FULTON IND BLVD SW ATLANTA, GA 30336-2853		DATE INCURRED: CONSIDERATION: REMARKS:				\$7,135.00
ACCT #: 624 METALTEK INTERNATIONAL 4180 SOUTH CREEK ROAD CHATTANOOGA, TN 37406		DATE INCURRED: CONSIDERATION: REMARKS:				\$2,331.34
Sheet no. <u>9</u> of <u>18</u> continuation sheets attached to Schedule of Creditors Holding Unsecured Nonpriority Claims						Subtotal > \$35,351.52
(Use only on last page of the completed Schedule F.) (Report also on Summary of Schedules and, if applicable, on the Statistical Summary of Certain Liabilities and Related Data.)						Total >

B6F (Official Form 6F) (12/07) - Cont.

In re Phillips Brothers Machine Co., Inc.

Case No. _____
(if known)**SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS**

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.)	CODEBTOR	DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM. IF CLAIM IS SUBJECT TO SETOFF, SO STATE.	CONTINGENT	UNLIQUIDATED	DISPUTED	AMOUNT OF CLAIM
ACCT #: xxxxxx8909 MITSUBISHI ELECTRIC AUTOMATION INC. 500 CORPORATE WOODS PKWY VERNON HILLS, IL 60061		DATE INCURRED: CONSIDERATION: REMARKS:				\$453.49
ACCT #: xxxx15-01 MOTION INDUSTRIES 3740 POWERS COURT STE 400 CHATTANOOGA, TN 37416		DATE INCURRED: CONSIDERATION: REMARKS:				\$10,182.14
ACCT #: xx3252 MSC INDUSTRIAL SUPPLY 4295 CROMWELL RD STE 307 CHATTANOOGA, TN 37421		DATE INCURRED: CONSIDERATION: REMARKS:				\$12,507.43
ACCT #: xx5741 O'REILLY AUTOMOTIVE STORES, INC. P.O.BOX 9464 SPRINGFIELD, MO 65801-9464		DATE INCURRED: CONSIDERATION: REMARKS:				\$1,587.69
ACCT #: xxxxxxxxxxxx5870 OFFICE DEPOT CREDIT PLAN P O BOX 790449 ST LOUIS, MO 63179-0449		DATE INCURRED: CONSIDERATION: REMARKS:				\$749.56
ACCT #: xxx4918 ONEAL STEEL, INC P O BOX 2623 BIRMINGHAM, AL 35202		DATE INCURRED: CONSIDERATION: REMARKS:				\$82,154.79
Sheet no. <u>10</u> of <u>18</u> continuation sheets attached to Schedule of Creditors Holding Unsecured Nonpriority Claims						Subtotal > \$107,635.10
Total > (Use only on last page of the completed Schedule F.) (Report also on Summary of Schedules and, if applicable, on the Statistical Summary of Certain Liabilities and Related Data.)						

B6F (Official Form 6F) (12/07) - Cont.

In re Phillips Brothers Machine Co., Inc.

Case No. _____
(if known)**SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS**

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.)	CODEBTOR	DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM. IF CLAIM IS SUBJECT TO SETOFF, SO STATE.	CONTINGENT	UNLIQUIDATED	DISPUTED	AMOUNT OF CLAIM
ACCT #: PIPING SUPPLY COMPANY INC 3008 N HICKORY STREET CHATTANOOGA, TN 37406		DATE INCURRED: CONSIDERATION: REMARKS:				\$139.02
ACCT #: xxxx703a PITNEY BOWES P O BOX 371887 PITTSBURGH, PA 15250-7887		DATE INCURRED: CONSIDERATION: REMARKS:				\$199.02
ACCT #: xxxxxxx-x0001 PLIC - SBD GRAND ISLAND P O BOX 10372 DES MOINES, IA 50306-0372		DATE INCURRED: CONSIDERATION: REMARKS:				\$1.00
ACCT #: 961 PM ALARMS, LLC P O BOX 22505 CHATTANOOGA, TN 37422		DATE INCURRED: CONSIDERATION: REMARKS:				\$124.50
ACCT #: xxx0006 POWER SYSTEMS INC 805 MCFARLAND PKWY ALPHARETTA, GA 3004		DATE INCURRED: CONSIDERATION: REMARKS:				\$4,798.96
ACCT #: PREMIER ENGINEERING 1635 LAKES PARKWAY STE U LAWRENCEVILLE, GA 30043-5858		DATE INCURRED: CONSIDERATION: REMARKS:				\$26,169.66
Sheet no. <u>11</u> of <u>18</u> continuation sheets attached to Schedule of Creditors Holding Unsecured Nonpriority Claims						Subtotal >
						\$31,432.16
						Total >
						(Use only on last page of the completed Schedule F.) (Report also on Summary of Schedules and, if applicable, on the Statistical Summary of Certain Liabilities and Related Data.)

In re Phillips Brothers Machine Co., Inc.

Case No. _____
(if known)**SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS**

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.)	CODEBTOR	DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM. IF CLAIM IS SUBJECT TO SETOFF, SO STATE.	CONTINGENT	UNLIQUIDATED	DISPUTED	AMOUNT OF CLAIM
ACCT #: xxBRMA PRODUCTION TOOL SYS. INC. 2100 SOUTH HOLTZCLAW AVE CHATTANOOGA, TN 37404		DATE INCURRED: CONSIDERATION: REMARKS:				\$2,710.52
ACCT #: xxxxx-xxxxxx6716 REMEDY INTELLIGENT STAFFING 6227 LEE HWY STE J CHATTANOOGA, TN 37421		DATE INCURRED: CONSIDERATION: REMARKS:				\$2,069.76
ACCT #: xxx64-00 RENISHAW INC. 5277 TRILLIUM BLVD HOFFMAN ESTATES, IL 60192		DATE INCURRED: CONSIDERATION: REMARKS:				\$1,179.38
ACCT #: 1099 ROCK-TENN FINANACIAL INC P O BOX 4098 NORCROSS, GA 30091		DATE INCURRED: CONSIDERATION: REMARKS:				\$7,102.00
ACCT #: xxx1775 ROLLED ALLOYS INC 125 W STERNS ROAD TEMPERANCE, MI 48182		DATE INCURRED: CONSIDERATION: REMARKS:				\$1,375.02
ACCT #: PH SAFETY & COMPLIANCE MGMT, INC. P O BOX 615 ROCK SPRING, GA 30739		DATE INCURRED: CONSIDERATION: REMARKS:				\$625.00
Sheet no. <u>12</u> of <u>18</u> continuation sheets attached to Schedule of Creditors Holding Unsecured Nonpriority Claims						Subtotal > \$15,061.68
(Use only on last page of the completed Schedule F.) (Report also on Summary of Schedules and, if applicable, on the Statistical Summary of Certain Liabilities and Related Data.)						Total >

In re Phillips Brothers Machine Co., Inc.

Case No. _____
(if known)**SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS**

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.)	CODEBTOR	DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM. IF CLAIM IS SUBJECT TO SETOFF, SO STATE.	CONTINGENT	UNLIQUIDATED	DISPUTED	AMOUNT OF CLAIM
ACCT #: xxx3762 SAFETY-KLEEN CORP 2600 N CENTRAL EXPRSWY STE 400 RICHARDSON, TX 75080		DATE INCURRED: CONSIDERATION: REMARKS:				\$970.26
ACCT #: SAS GLOBAL 21601 MULLIN AVE WARREN, MI 48089		DATE INCURRED: CONSIDERATION: REMARKS:				\$11,370.67
ACCT #: 3217 SECURITY STEEL SUPPLY CO. P O BOX 227 KANKAKEE, IL 60901		DATE INCURRED: CONSIDERATION: REMARKS:				\$4,829.27
ACCT #: xxxxxxxxxBROS SHOPTECH 180 GLASTONBURY BLVD SUITE 303 GLASTONBURY, CT 6033		DATE INCURRED: CONSIDERATION: REMARKS:				\$5,856.00
ACCT #: xxx-xxxxxx9-000 SIEMENS FINANCIAL SERVICES INC 301 LINDENWOOD DR STE 215 MALVERN, PA 19355		DATE INCURRED: CONSIDERATION: REMARKS:				\$19,595.20
ACCT #: xx4333 SISKIN STEEL COMPANY P O BOX 1191 CHATTANOOGA, TN 37401-1191		DATE INCURRED: CONSIDERATION: REMARKS:				\$291,369.45
Sheet no. <u>13</u> of <u>18</u> continuation sheets attached to Schedule of Creditors Holding Unsecured Nonpriority Claims						Subtotal > \$333,990.85
Total > (Use only on last page of the completed Schedule F.) (Report also on Summary of Schedules and, if applicable, on the Statistical Summary of Certain Liabilities and Related Data.)						

B6F (Official Form 6F) (12/07) - Cont.

In re Phillips Brothers Machine Co., Inc.

Case No. _____
(if known)**SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS**

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.)	CODEBTOR	DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM. IF CLAIM IS SUBJECT TO SETOFF, SO STATE.	CONTINGENT	UNLIQUIDATED	DISPUTED	AMOUNT OF CLAIM
ACCT #: 4458 SOUTHEAST RUBBER & SAFETY P O BOX 1568 CHATTANOOGA, TN 37401		DATE INCURRED: CONSIDERATION: REMARKS:				\$4,197.84
ACCT #: SPINDLES PLUS, INC. 4265 ARMSTRONG BLVD. BATAVIA, OH 45103		DATE INCURRED: CONSIDERATION: REMARKS:				\$7,147.21
ACCT #: xxx xxxx-xx0-11I STATE FARM INS. COMPANY 11350 JOHNS CREEK PKWY DULUTH, GA 30089-0001		DATE INCURRED: CONSIDERATION: REMARKS:				\$695.82
ACCT #: xxx xxxx-x30-11 STATE FARM INS. COMPANY 11350 JOHNS CREEK PKWY DULUTH, GA 30089-0001		DATE INCURRED: CONSIDERATION: REMARKS:				\$612.15
ACCT #: xxx xxxx-xx6-11E STATE FARM INS. COMPANY 11350 JOHNS CREEK PKWY DULUTH, GA 30098-0001		DATE INCURRED: CONSIDERATION: REMARKS:				\$1.00
ACCT #: xxx xxxx-xx4-11B STATE FARM INS. COMPANY 11350 JOHNS CREEK PKWY DULUTH, GA 30098-0001		DATE INCURRED: CONSIDERATION: REMARKS:				\$1.00
Sheet no. 14 of 18 continuation sheets attached to Schedule of Creditors Holding Unsecured Nonpriority Claims						Subtotal > \$12,655.02
Total > (Use only on last page of the completed Schedule F.) (Report also on Summary of Schedules and, if applicable, on the Statistical Summary of Certain Liabilities and Related Data.)						

In re Phillips Brothers Machine Co., Inc.

Case No. _____
(if known)**SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS**

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.)	CODEBTOR	DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM. IF CLAIM IS SUBJECT TO SETOFF, SO STATE.	CONTINGENT	UNLIQUIDATED	DISPUTED	AMOUNT OF CLAIM
ACCT #: xxx xxxx-xx4-11T STATE FARM INS. COMPANY 11350 JOHNS CREEK PKWY DULUTH, GA 30098-0001		DATE INCURRED: CONSIDERATION: REMARKS:				\$1.00
ACCT #: STATELINE FASTENERS, LLC P O BOX 91165 CHATTANOOGA, TN 37412		DATE INCURRED: CONSIDERATION: REMARKS:				\$25,420.79
ACCT #: xx8346 TCF EQUIPMENT FINANCE, INC 15450 S OUTER FORTY DR STE 220 CHESTERFIELD, MO 63017		DATE INCURRED: CONSIDERATION: REMARKS:				\$7,725.60
ACCT #: 9098 TCI, INC 734 DIXON DRIVE ELLAVILLE, GA 31806		DATE INCURRED: CONSIDERATION: REMARKS:				\$5,446.90
ACCT #: x2500 TECHNOLOGY SALES CO. INC 4027-B SOUTH ACCESS ROAD CHATTANOOGA, TN 37406		DATE INCURRED: CONSIDERATION: REMARKS:				\$12,267.20
ACCT #: xxxxxx9693 THE CINCINNATI INSURANCE COMPANY P O BOX 145620 CINCINNATI, OH 45250-5620		DATE INCURRED: CONSIDERATION: REMARKS:				\$8,356.00
Sheet no. <u>15</u> of <u>18</u> continuation sheets attached to Schedule of Creditors Holding Unsecured Nonpriority Claims						Subtotal > \$59,217.49
Total > (Use only on last page of the completed Schedule F.) (Report also on Summary of Schedules and, if applicable, on the Statistical Summary of Certain Liabilities and Related Data.)						

B6F (Official Form 6F) (12/07) - Cont.

In re Phillips Brothers Machine Co., Inc.

Case No. _____
(if known)**SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS**

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.)	CODEBTOR	DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM. IF CLAIM IS SUBJECT TO SETOFF, SO STATE.	CONTINGENT	UNLIQUIDATED	DISPUTED	AMOUNT OF CLAIM
ACCT #: xx5279 TOOL CRIB 3002 INDUSTRIAL PKWY KNOXVILLE, TN 37950		DATE INCURRED: CONSIDERATION: REMARKS:				\$121,241.33
ACCT #: xxx5301 ULINE 12575 ULINE DRIVE PLEASANT PRAIRIE, WI 53158		DATE INCURRED: CONSIDERATION: REMARKS:				\$1,884.40
ACCT #: xxx9524 UNITED RENTALS (NORTH AMERICA), INC 320 INDUSTRIAL BLVD RINGGOLD, GA 30736		DATE INCURRED: CONSIDERATION: REMARKS:				\$11,892.73
ACCT #: UPS P O BOX 7247-0244 PHILADELPHIA, PA 19170		DATE INCURRED: CONSIDERATION: REMARKS:				\$241.77
ACCT #: xxx7432 UPS FREIGHT P O BOX 1216 RICHMOND, VA 23218-1216		DATE INCURRED: CONSIDERATION: REMARKS:				\$3,477.42
ACCT #: xxx-xxxxxx3-003 US BANCORP EQUIPMENT FINANCE INC 1310 MADRID ST STE 107 MARSHALL, MN 56258		DATE INCURRED: CONSIDERATION: REMARKS:				\$7,868.40

Sheet no. 16 of 18 continuation sheets attached to
Schedule of Creditors Holding Unsecured Nonpriority Claims

Subtotal >

\$146,606.05

Total >

(Use only on last page of the completed Schedule F.)
(Report also on Summary of Schedules and, if applicable, on the
Statistical Summary of Certain Liabilities and Related Data.)

B6F (Official Form 6F) (12/07) - Cont.

In re Phillips Brothers Machine Co., Inc.

Case No. _____
(if known)**SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS**

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.)	CODEBATOR	DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM. IF CLAIM IS SUBJECT TO SETOFF, SO STATE.	CONTINGENT	UNLIQUIDATED	DISPUTED	AMOUNT OF CLAIM
ACCT #: xxx-xxxxxx3-002 US BANCORP EQUIPMENT FINANCE INC 1310 MADRID ST STE 107 MARSHALL, MN 56258		DATE INCURRED: CONSIDERATION: REMARKS:				\$11,906.40
ACCT #: xx5756 USF HOLLAND INC P O BOX 9021 HOLLAND, MI 49422-9021		DATE INCURRED: CONSIDERATION: REMARKS:				\$108.00
ACCT #: xxxxxxxx0001 VISION SERVICE PLAN P O BOX 742529 LOS ANGELES, CA 90074-2529		DATE INCURRED: CONSIDERATION: REMARKS:				\$1.00
ACCT #: xx0160 WALTER A. WOODS SUPPLY CO P O BOX 100 ROSSVILLE, GA 30741		DATE INCURRED: CONSIDERATION: REMARKS:				\$1,908.44
ACCT #: xxxx2475 WASTE SERVICES OF GEORGIA 1387 WISDOM STREET CHATTANOOGA, TN 37406		DATE INCURRED: CONSIDERATION: REMARKS:				\$514.25
ACCT #: xxx5058 WILSON TOOL INTERNATIONAL 12912 FARNHAM AVENUE WHITE BEAR LAKE, MN 55110		DATE INCURRED: CONSIDERATION: REMARKS:				\$1,246.07
Sheet no. <u>17</u> of <u>18</u> continuation sheets attached to Schedule of Creditors Holding Unsecured Nonpriority Claims						Subtotal > Total > (Use only on last page of the completed Schedule F.) (Report also on Summary of Schedules and, if applicable, on the Statistical Summary of Certain Liabilities and Related Data.)
						\$15,684.16

B6F (Official Form 6F) (12/07) - Cont.

In re Phillips Brothers Machine Co., Inc.

Case No. _____
(if known)**SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS**

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.)	CODEBTOR	DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM. IF CLAIM IS SUBJECT TO SETOFF, SO STATE.	CONTINGENT	UNLIQUIDATED	DISPUTED	AMOUNT OF CLAIM
ACCT #: xxxx0453 WINDSTREAM 1720 GALLERIA BLVD CHARLOTTE, NC 28270		DATE INCURRED: CONSIDERATION: REMARKS:				\$974.59
ACCT #: 4073 WPIE SUPPLY, INC P O BOX 589 LAFAYETTE, GA 30728		DATE INCURRED: CONSIDERATION: REMARKS:				\$13,576.11
ACCT #: xxxxxxxxx-x0000 YP 2247 NORTHLAKE PKWY TUCKER, GA 30084		DATE INCURRED: CONSIDERATION: REMARKS:				\$922.14
Subtotal >						\$15,472.84
Total > (Use only on last page of the completed Schedule F.) (Report also on Summary of Schedules and, if applicable, on the Statistical Summary of Certain Liabilities and Related Data.)						\$2,609,817.22

Sheet no. 18 of 18 continuation sheets attached to
Schedule of Creditors Holding Unsecured Nonpriority Claims

B6G (Official Form 6G) (12/07)

In re **Phillips Brothers Machine Co., Inc.**

Case No. _____

(if known)

SCHEDULE G - EXECUTORY CONTRACTS AND UNEXPIRED LEASES

Describe all executory contracts of any nature and all unexpired leases of real or personal property. Include any timeshare interests.

State nature of debtor's interest in contract, i.e., "Purchaser," "Agent," etc. State whether debtor is the lessor or lessee of a lease.

Provide the names and complete mailing addresses of all other parties to each lease or contract described. If a minor child is a party to

one of the leases of contracts, state the child's initials and the name and address of the child's parent or guardian, such as "A.B., a

minor child, by John Doe, guardian." Do not disclose the child's name. See, 11 U.S.C. §112 and Fed. R. Bankr. P. 1007(m).

☐ Check this box if debtor has no executory contracts or unexpired leases.

NAME AND MAILING ADDRESS, INCLUDING ZIP CODE, OF OTHER PARTIES TO LEASE OR CONTRACT.	DESCRIPTION OF CONTRACT OR LEASE AND NATURE OF DEBTOR'S INTEREST. STATE WHETHER LEASE IS FOR NONRESIDENTIAL REAL PROPERTY. STATE CONTRACT NUMBER OF ANY GOVERNMENT CONTRACT.
DE LAGE LANDEN FINANCIAL SERV P O BOX 41602 PHILADELPHIA, PA 19101-1602	Lease - Two Copiers
Phillips Machine Holdings, LLC	Landlord
SIEMENS FINANCIAL SERVICES INC 301 LINDENWOOD DR STE 215 MALVERN, PA 19355	Lease - Hass
TCF EQUIPMENT FINANCE, INC 15450 S OUTER FORTY DR STE 220 CHESTERFIELD, MO 63017	Lease - Brake Press
US BANCORP EQUIPMENT FINANCE INC 1310 MADRID ST STE 107 MARSHALL, MN 56258	Lease - Mazak Quik Turn Smart

In re **Phillips Brothers Machine Co., Inc.**

Case No. _____
(if known)

SCHEDULE G - EXECUTORY CONTRACTS AND UNEXPIRED LEASES

Continuation Sheet No. 1

NAME AND MAILING ADDRESS, INCLUDING ZIP CODE, OF OTHER PARTIES TO LEASE OR CONTRACT.	DESCRIPTION OF CONTRACT OR LEASE AND NATURE OF DEBTOR'S INTEREST. STATE WHETHER LEASE IS FOR NONRESIDENTIAL REAL PROPERTY. STATE CONTRACT NUMBER OF ANY GOVERNMENT CONTRACT.
US BANCORP EQUIPMENT FINANCE INC 1310 MADRID ST STE 107 MARSHALL, MN 56258	Lease - Mazak Quik Turn Nexus

In re **Phillips Brothers Machine Co., Inc.**

NAME AND ADDRESS OF CODEBTOR	NAME AND ADDRESS OF CREDITOR
Randall E. Phillips, Guarantor	Various Creditors

**UNITED STATES BANKRUPTCY COURT
EASTERN DISTRICT OF TENNESSEE
SOUTHERN DIVISION (CHATTANOOGA)**

In re **Phillips Brothers Machine Co., Inc.**

Case No.

Chapter **11**

SUMMARY OF SCHEDULES

Indicate as to each schedule whether that schedule is attached and state the number of pages in each. Report the totals from Schedules A, B, D, E, F, I, and J in the boxes provided. Add the amounts from Schedules A and B to determine the total amount of the debtor's assets. Add the amounts of all claims from Schedules D, E, and F to determine the total amount of the debtor's liabilities. Individual debtors also must complete the "Statistical Summary of Certain Liabilities and Related Data" if they file a case under chapter 7, 11, or 13.

NAME OF SCHEDULE	ATTACHED (YES/NO)	NO. OF SHEETS	ASSETS	LIABILITIES	OTHER	
A - Real Property	Yes	1	\$0.00			
B - Personal Property	Yes	4	\$2,583,279.94			
C - Property Claimed as Exempt	No					
D - Creditors Holding Secured Claims	Yes	2				\$979,671.57
E - Creditors Holding Unsecured Priority Claims (Total of Claims on Schedule E)	Yes	2				\$0.00
F - Creditors Holding Unsecured Nonpriority Claims	Yes	19				\$2,609,817.22
G - Executory Contracts and Unexpired Leases	Yes	2				
H - Codebtors	Yes	1				
I - Current Income of Individual Debtor(s)	No					N/A
J - Current Expenditures of Individual Debtor(s)	No					N/A
TOTAL		31	\$2,583,279.94	\$3,589,488.79		

B6 Declaration (Official Form 6 - Declaration) (12/07)

In re **Phillips Brothers Machine Co., Inc.**

Case No. _____
(if known)

DECLARATION CONCERNING DEBTOR'S SCHEDULES

DECLARATION UNDER PENALTY OF PERJURY ON BEHALF OF A CORPORATION OR PARTNERSHIP

I, the **President** of the **Corporation**
named as debtor in this case, declare under penalty of perjury that I have read the foregoing summary and schedules, consisting of
33 sheets, and that they are true and correct to the best of my knowledge, information, and belief.

(Total shown on summary page plus 1.)

Date **3/4/2015**

Signature **/s/ Randall E. Phillips**
Randall E. Phillips
President

[An individual signing on behalf of a partnership or corporation must indicate position or relationship to debtor.]

UNITED STATES BANKRUPTCY COURT
EASTERN DISTRICT OF TENNESSEE
SOUTHERN DIVISION (CHATTANOOGA)

In re: **Phillips Brothers Machine Co., Inc.**

Case No. _____
(if known)

STATEMENT OF FINANCIAL AFFAIRS

1. Income from employment or operation of business

None

☐

State the gross amount of income the debtor has received from employment, trade, or profession, or from operation of the debtor's business, including part-time activities either as an employee or in independent trade or business, from the beginning of this calendar year to the date this case was commenced. State also the gross amounts received during the TWO YEARS immediately preceding this calendar year. (A debtor that maintains, or has maintained, financial records on the basis of a fiscal rather than a calendar year may report fiscal year income.)

AMOUNT	SOURCE
\$8,754,588.02	4/1/2012 to 3/31/2013
\$10,921,282.21	4/1/2013 to 3/31/2014
\$9,830,154.72	4/1/2014 to 2/2015

2. Income other than from employment or operation of business

None

☒

State the amount of income received by the debtor other than from employment, trade, profession, or operation of the debtor's business during the TWO YEARS immediately preceding the commencement of this case. Give particulars. If a joint petition is filed, state income for each spouse

3. Payments to creditors

Complete a. or b., as appropriate, and c.

None

☐

a. Individual or joint debtor(s) with primarily consumer debts: List all payments on loans, installment purchases of goods or services, and other debts to any creditor made within 90 DAYS immediately preceding the commencement of this case unless the aggregate value of all property that constitutes or is affected by such transfer is less than \$600. Indicate with an asterisk (*) any payments that were made to a creditor on account

NAME AND ADDRESS OF CREDITOR	DATES OF PAYMENTS	AMOUNT PAID	AMOUNT STILL OWING
See Attached Listing			

None

☐

b. Debtor whose debts are not primarily consumer debts: List each payment or other transfer to any creditor made within 90 DAYS immediately preceding the commencement of the case unless the aggregate value of all property that constitutes or is affected by such transfer is less than \$6,225*. If the debtor is an individual, indicate with an asterisk (*) any payments that were made to a creditor on account of a domestic support obligation or as part of an alternative repayment schedule under a plan by an approved nonprofit budgeting and credit counseling agency.

NAME AND ADDRESS OF CREDITOR	DATES OF PAYMENTS/ TRANSFERS	AMOUNT PAID OR VALUE OF TRANSFERS	AMOUNT STILL OWING
See Attached Listing			

None

☒

c. All debtors: List all payments made within ONE YEAR immediately preceding the commencement of this case to or for the benefit of creditors who are or were insiders. (Married debtors filing under chapter 12 or chapter 13 must include payments by either or both

UNITED STATES BANKRUPTCY COURT
EASTERN DISTRICT OF TENNESSEE
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In re: **Phillips Brothers Machine Co., Inc.**

Case No. _____
(if known)

STATEMENT OF FINANCIAL AFFAIRS
Continuation Sheet No. 1

4. Suits and administrative proceedings, executions, garnishments and attachments

None



a. List all suits and administrative proceedings to which the debtor is or was a party within ONE YEAR immediately preceding the filing of this bankruptcy case. (Married debtors filing under chapter 12 or chapter 13 must include information concerning either or both

None



b. Describe all property that has been attached, garnished or seized under any legal or equitable process within ONE YEAR immediately preceding the commencement of this case. (Married debtors filing under chapter 12 or chapter 13 must include information

5. Repossessions, foreclosures and returns

None



List all property that has been repossessed by a creditor, sold at a foreclosure sale, transferred through a deed in lieu of foreclosure or returned to the seller, within ONE YEAR immediately preceding the commencement of this case. (Married debtors filing under chapter 12 or chapter 13 must

6. Assignments and receiverships

None



a. Describe any assignment of property for the benefit of creditors made within 120 DAYS immediately preceding the commencement of this case. (Married debtors filing under chapter 12 or chapter 13 must include any assignment by either or both spouses whether or

None



b. List all property which has been in the hands of a custodian, receiver, or court-appointed official within ONE YEAR immediately preceding the commencement of this case. (Married debtors filing under chapter 12 or chapter 13 must include information concerning property

7. Gifts

None



List all gifts or charitable contributions made within ONE YEAR immediately preceding the commencement of this case except ordinary and usual gifts to family members aggregating less than \$200 in value per individual family member and charitable contributions aggregating less than \$100

8. Losses

None



List all losses from fire, theft, other casualty or gambling within ONE YEAR immediately preceding the commencement of this case OR SINCE THE COMMENCEMENT OF THIS CASE. (Married debtors filing under chapter 12 or chapter 13 must include losses by either or both

9. Payments related to debt counseling or bankruptcy

None



List all payments made or property transferred by or on behalf of the debtor to any persons, including attorneys, for consultation concerning debt consolidation, relief under the bankruptcy law or preparation of a petition in bankruptcy within ONE YEAR immediately preceding

NAME AND ADDRESS OF PAYEE
Farinash & Hayduk
100 West M L King Blvd
Ste. 816
Chattanooga, TN 37402

DATE OF PAYMENT,
NAME OF PAYER IF
OTHER THAN DEBTOR
2/13/15 (\$2,760.00)
3/2/15 (\$9,240.00)

AMOUNT OF MONEY OR DESCRIPTION
AND VALUE OF PROPERTY
Total \$12,000.00

In re: **Phillips Brothers Machine Co., Inc.**

Case No. _____
(if known)

STATEMENT OF FINANCIAL AFFAIRS
Continuation Sheet No. 2

10. Other transfers

None



a. List all other property, other than property transferred in the ordinary course of the business or financial affairs of the debtor, transferred either absolutely or as security within TWO YEARS immediately preceding the commencement of this case. (Married debtors filing under chapter

None



b. List all property transferred by the debtor within TEN YEARS immediately preceding the commencement of this case to a self-settled trust or

11. Closed financial accounts

None



List all financial accounts and instruments held in the name of the debtor or for the benefit of the debtor which were closed, sold, or otherwise transferred within ONE YEAR immediately preceding the commencement of this case. Include checking, savings, or other financial accounts, certificates of deposit, or other instruments; shares and share accounts held in banks, credit unions, pension funds, cooperatives, associations,

12. Safe deposit boxes

None



List each safe deposit or other box or depository in which the debtor has or had securities, cash, or other valuables within ONE YEAR immediately preceding the commencement of this case. (Married debtors filing under chapter 12 or chapter 13 must include boxes or

13. Setoffs

None



List all setoffs made by any creditor, including a bank, against a debt or deposit of the debtor within 90 DAYS preceding the commencement of this case. (Married debtors filing under chapter 12 or chapter 13 must include information concerning either or both spouses whether

14. Property held for another person

None



List all property owned by another person that the debtor holds or controls.

15. Prior address of debtor

None



If the debtor has moved within THREE YEARS immediately preceding the commencement of this case, list all premises which the debtor occupied during that period and vacated prior to the commencement of this case. If a joint petition is filed, report also any separate address

ADDRESS

530 Mission Ridge Road
Rossville, GA 30741

NAME USED

Phillips Brothers Machine Co., Inc.

DATES OF OCCUPANCY

2005-2012

16. Spouses and Former Spouses

None



If the debtor resides or resided in a community property state, commonwealth, or territory (including Alaska, Arizona, California, Idaho, Louisiana, Nevada, New Mexico, Puerto Rico, Texas, Washington, or Wisconsin) within EIGHT YEARS immediately preceding the

UNITED STATES BANKRUPTCY COURT
EASTERN DISTRICT OF TENNESSEE
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In re: **Phillips Brothers Machine Co., Inc.**

Case No. _____
(if known)

STATEMENT OF FINANCIAL AFFAIRS
Continuation Sheet No. 3

17. Environmental Information

For the purpose of this question, the following definitions apply:

"Environmental Law" means any federal, state, or local statute or regulation regulating pollution, contamination, releases of hazardous or toxic substances, wastes or material into the air, land, soil, surface water, groundwater, or other medium, including, but not limited to, statutes or regulations regulating the cleanup of these substances, wastes, or material.

"Site" means any location, facility, or property as defined under any Environmental Law, whether or not presently or formerly owned or operated by the debtor, including, but not limited to, disposal sites.

None ☐ a. List the name and address of every site for which the debtor has received notice in writing by a governmental unit that it may be liable or potentially liable under or in violation of an Environmental Law. Indicate the governmental unit, the date of the notice, and, if

None ☒ b. List the name and address of every site for which the debtor provided notice to a governmental unit of a release of Hazardous Material.

None ☒ c. List all judicial or administrative proceedings, including settlements or orders, under any Environmental Law with respect to which the debtor is

18. Nature, location and name of business

None ☒ a. If the debtor is an individual, list the names, addresses, taxpayer-identification numbers, nature of the businesses, and beginning and ending dates of all businesses in which the debtor was an officer, director, partner, or managing executive of a corporation, partner in a partnership, sole proprietor, or was self-employed in a trade, profession, or other activity either full- or part-time within SIX YEARS immediately preceding the commencement of this case, or in which the debtor owned 5 percent or more of the voting or equity securities within SIX YEARS immediately preceding the commencement of this case.

If the debtor is a partnership, list the names, addresses, taxpayer-identification numbers, nature of the businesses, and beginning and ending dates of all businesses in which the debtor was a partner or owned 5 percent or more of the voting or equity securities, within SIX

None ☒ b. Identify any business listed in response to subdivision a., above, that is "single asset real estate" as defined in 11 U.S.C. §

UNITED STATES BANKRUPTCY COURT
EASTERN DISTRICT OF TENNESSEE
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In re: **Phillips Brothers Machine Co., Inc.**

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(if known)

STATEMENT OF FINANCIAL AFFAIRS
Continuation Sheet No. 4

The following questions are to be completed by every debtor that is a corporation or partnership and by any individual debtor who is or has been, within SIX YEARS immediately preceding the commencement of this case, any of the following: an officer, director, managing executive, or owner of more than 5 percent of the voting or equity securities of a corporation; a partner, other than a limited partner, of a partnership, a sole proprietor, or self-employed in a trade, profession, or other activity, either full- or part-time.

19. Books, records and financial statements

None

☐

a. List all bookkeepers and accountants who within TWO YEARS immediately preceding the filing of this bankruptcy case kept or supervised the

NAME AND ADDRESS

DATES SERVICES RENDERED

**Henderson, Hutcherson & McCollough
Donnie Hutcherson
1200 Market St
Chattanooga, TN 37402**

None

☐

b. List all firms or individuals who within TWO YEARS immediately preceding the filing of this bankruptcy case have audited the books of account

NAME AND ADDRESS

DATES SERVICES RENDERED

**HENDERSON HUTCHERSON & MCCULLOUGH,
PLLC
1200 MARKET STREET
CHATTANOOGA, TN 37421**

None

☐

c. List all firms or individuals who at the time of the commencement of this case were in possession of the books of account and records of the

NAME

ADDRESS

Debtor

and

**HENDERSON HUTCHERSON & MCCULLOUGH,
PLLC
1200 MARKET STREET
CHATTANOOGA, TN 37421**

None

☐

d. List all financial institutions, creditors and other parties, including mercantile and trade agencies, to whom a financial statement was issued by

NAME AND ADDRESS

DATE ISSUED

**CORNERSTONE COMMUNITY BANK
4154 Ringgold Road
Chattanooga, TN 37412**

4/01/2014

20. Inventories

None

☒

a. List the dates of the last two inventories taken of your property, the name of the person who supervised the taking of each inventory, and the

UNITED STATES BANKRUPTCY COURT
EASTERN DISTRICT OF TENNESSEE
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In re: **Phillips Brothers Machine Co., Inc.**

Case No. _____
(if known)

STATEMENT OF FINANCIAL AFFAIRS
Continuation Sheet No. 5

None



b. List the name and address of the person having possession of the records of each of the inventories reported in a., above.

21. Current Partners, Officers, Directors and Shareholders

None



a. If the debtor is a partnership, list the nature and percentage of partnership interest of each member of the partnership.

None



b. If the debtor is a corporation, list all officers and directors of the corporation, and each stockholder who directly or indirectly owns, controls, or

NAME AND ADDRESS

**Randall E. Phillips
1902 Long Hollow Road
Rock Spring, GA 30739**

TITLE

President

**NATURE AND PERCENTAG
OF STOCK OWNERSHIP**

100 %

22. Former partners, officers, directors and shareholders

None



a. If the debtor is a partnership, list each member who withdrew from the partnership within ONE YEAR immediately preceding the

None



b. If the debtor is a corporation, list all officers or directors whose relationship with the corporation terminated within ONE YEAR immediately

23. Withdrawals from a partnership or distributions by a corporation

None



If the debtor is a partnership or corporation, list all withdrawals or distributions credited or given to an insider, including compensation in any form, bonuses, loans, stock redemptions, options exercised and any other perquisite during ONE YEAR immediately preceding the

24. Tax Consolidation Group

None



If the debtor is a corporation, list the name and federal taxpayer-identification number of the parent corporation of any consolidated group for tax purposes of which the debtor has been a member at any time within SIX YEARS immediately preceding the commencement of

25. Pension Funds

None



If the debtor is not an individual, list the name and federal taxpayer-identification number of any pension fund to which the debtor, as an employer, has been responsible for contributing at any time within SIX YEARS immediately preceding the commencement of the case.

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UNITED STATES BANKRUPTCY COURT
EASTERN DISTRICT OF TENNESSEE
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In re: **Phillips Brothers Machine Co., Inc.**

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STATEMENT OF FINANCIAL AFFAIRS
Continuation Sheet No. 6

[If completed on behalf of a partnership or corporation]

I declare under penalty of perjury that I have read the answers contained in the foregoing statement of financial affairs and any attachments thereto and that they are true and correct to the best of my knowledge, information and belief.

Date **3/4/2015**

Signature **/s/ Randall E. Phillips**
Randall E. Phillips
President

[An individual signing on behalf of a partnership or corporation must indicate position or relationship to debtor.]

Penalty for making a false statement: Fine of up to \$500,000 or imprisonment for up to 5 years, or both.
18 U.S.C. §§ 152 and 3571

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UNITED STATES BANKRUPTCY COURT
EASTERN DISTRICT OF TENNESSEE
SOUTHERN DIVISION (CHATTANOOGA)

IN RE: **Phillips Brothers Machine Co., Inc.**

Case No.

Chapter **11**

LIST OF CREDITORS HOLDING 20 LARGEST UNSECURED CLAIMS

Following is the list of the debtor's creditors holding the 20 largest unsecured claims. The list is prepared in accordance with Fed. R. Bankr. P. 1007(d) for filing in this chapter 11 [or chapter 9] case. The list does not include (1) persons who come within the definition of "insider" set forth in 11 U.S.C. § 101, or (2) secured creditors unless the value of the collateral is such that the unsecured deficiency places the creditor among the holders of the 20 largest unsecured claims. If a minor child is one of the creditors holding the 20 largest unsecured claims, state the child's initials and the name and address of the child's parent or guardian, such as "A.B., a minor child, by John Doe, guardian." Do not disclose the child's name. See, 11 U.S.C. § 112; Fed. R. Bankr. P. 1007(m).

(1)	(2)	(3)	(4)	(5)
Name of creditor and complete mailing address, including	Name, telephone number and complete mailing address, including zip code, of employee, agent, or department of creditor familiar	Nature of claim (trade debt, bank loan,	Indicate if claim is contingent, unliquidated, disputed, or subject to	Amount of claim [if secured also state value of security]

JOSEPH T RYERSON & SON 4400 PEACHTREE IND BLVD NORCROSS, GA 30091- 4725	\$1,076,173.17
--	-----------------------

SISKIN STEEL COMPANY P O BOX 1191 CHATTANOOGA, TN 37401- 1191	\$291,369.45
--	---------------------

HEIL ENVIRONMENTAL 106 45TH STREET N.E. FORT PAYNE, AL 35967	\$167,356.69
--	---------------------

TOOL CRIB 3002 INDUSTRIAL PKWY KNOXVILLE, TN 37950	\$121,241.33
--	---------------------

INDUSTRIAL WELDING SUPPLY P O BOX 4014 CHATTANOOGA, TN 37405	\$106,414.54
---	---------------------

ONEAL STEEL, INC P O BOX 2623 BIRMINGHAM, AL 35202	\$82,154.79
--	--------------------

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UNITED STATES BANKRUPTCY COURT
EASTERN DISTRICT OF TENNESSEE
SOUTHERN DIVISION (CHATTANOOGA)

IN RE: **Phillips Brothers Machine Co., Inc.**

Case No.

Chapter **11****LIST OF CREDITORS HOLDING 20 LARGEST UNSECURED CLAIMS***Continuation Sheet No. 1*

(1)	(2)	(3)	(4)	(5)
Name of creditor and complete mailing address, including	Name, telephone number and complete mailing address, including zip code, of employee, agent, or department of creditor familiar	Nature of claim (trade debt, bank loan,	Indicate if claim is contingent, unliquidated, disputed, or subject to	Amount of claim [if secured also state value of security]

A M CASTLE & CO/CASTLE
 METALS
 1420 KENSINGTON RD STE
 220
 OAKBROOK, IL 60523

\$70,709.71

HENDERSON
 HUTCHERSON &
 MCCULLOUGH, PLLC
 1200 MARKET STREET
 CHATTANOOGA, TN 37421

\$54,877.09

M FORCE STAFFING INC
 1626 DOWNTOWN WEST
 BOULEVARD
 KNOXVILLE, TN 37919

\$51,177.29

KLEEN-A-MATIC
 P.O.BOX 730
 ROSSVILLE, GA 30741

\$43,090.99

BODYCOTE THERMAL
 PROCESSING INC
 1690 HWY 138 N E
 CONYERS, GA 30013

\$28,303.72

ASTRALLOY STEEL
 PRODUCTS
 8 WOOD HOLLOW RD ST
 102
 PARSIPPANY, NJ 7054

\$27,596.87

C & S PLATING & MACHINE,
 INC
 9077 HIGHWAY 11, SOUTH
 TRENTON, GA 30752

\$26,328.80

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UNITED STATES BANKRUPTCY COURT
EASTERN DISTRICT OF TENNESSEE
SOUTHERN DIVISION (CHATTANOOGA)

IN RE: **Phillips Brothers Machine Co., Inc.**

Case No.

Chapter **11****LIST OF CREDITORS HOLDING 20 LARGEST UNSECURED CLAIMS***Continuation Sheet No. 2*

(1)	(2)	(3)	(4)	(5)
Name of creditor and complete mailing address, including	Name, telephone number and complete mailing address, including zip code, of employee, agent, or department of creditor familiar	Nature of claim (trade debt, bank loan,	Indicate if claim is contingent, unliquidated, disputed, or subject to	Amount of claim [if secured also state value of security]
PREMIER ENGINEERING 1635 LAKES PARKWAY STE U LAWRENCEVILLE, GA 30043-5858				\$26,169.66
STATELINE FASTENERS, LLC P O BOX 91165 CHATTANOOGA, TN 37412				\$25,420.79
SIEMENS FINANCIAL SERVICES INC 301 LINDENWOOD DR STE 215 MALVERN, PA 19355				\$19,595.20
BOXX GEAR MANUFACTURING INC 787 OLD TRINITY ROAD DECATUR, AL 35601				\$16,249.00
EMPLOYERS ASSURANCE COMPANY 14120 BALLANTYNE CORP PL STE 100 CHARLOTTE, NC 28277- 2685				\$16,054.00
BUSINESS CARD BK OF AMERICA P O BOX 982238 EL PASO, TX 79998				\$14,450.69
MACHINERY FINANCE RESOURCES P O BOX 7167 PASADENA, CA 91109-7167				\$14,006.40

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**UNITED STATES BANKRUPTCY COURT
EASTERN DISTRICT OF TENNESSEE
SOUTHERN DIVISION (CHATTANOOGA)**

IN RE: **Phillips Brothers Machine Co., Inc.**

Case No.

Chapter **11**

LIST OF CREDITORS HOLDING 20 LARGEST UNSECURED CLAIMS

Continuation Sheet No. 3

**DECLARATION UNDER PENALTY OF PERJURY
ON BEHALF OF A CORPORATION OR PARTNERSHIP**

I, the **President** of the **Corporation**
named as the debtor in this case, declare under penalty of perjury that I have read the foregoing list and that it is true and correct to the
best of my information and belief.

Date: **3/4/2015**

Signature: **/s/ Randall E. Phillips**
Randall E. Phillips
President

**UNITED STATES BANKRUPTCY COURT
EASTERN DISTRICT OF TENNESSEE
SOUTHERN DIVISION (CHATTANOOGA)**

IN RE: **Phillips Brothers Machine Co., Inc.**

CASE NO

CHAPTER **11**

VERIFICATION OF CREDITOR MATRIX

The above named Debtor hereby verifies that the attached list of creditors is true and correct to the best of his/her knowledge.

Date 3/4/2015

Signature **/s/ Randall E. Phillips**
Randall E. Phillips
President

Date _____

Signature _____

A M CASTLE & CO/CASTLE METALS
1420 KENSINGTON RD STE 220
OAKBROOK, IL 60523

ACCIDENT FUND INS CO OF AMERICA
P O BOX 40790
LANSING, MI 48901-7990

ACE HARDWARE
4921 HWY 58
CHATTANOOGA, TN 37416

ACS OF GEORGIA-CHAMBLEE
3812 GREEN INDUSTRIAL WAY
CHAMBLEE, GA 30341

ADP, LL
ONE ADP DRIVE MS-100
AUGUSTA, GA 30909

ALLIANT HEALTH PLANS, INC
1503 N TIBBS RD
DALTON, GA 30720

ALLTRA CORPORATION
P O BOX 370
DEWEY, OK 74029

APPLIED INDUSTRIAL TECH.
4136 JERSEY PIKE STE A
CHATTANOOGA, TN 37421-2241

ASHLEY SLING INC.
3711 CALHOUN AVE
CHATTANOOGA, TN 37407

ASTRALLOY STEEL PRODUCTS
8 WOOD HOLLOW RD ST 102
PARSIPPANY, NJ 7054

AVERITT EXPRESS
1415 NEAL STREET
COOKEVILLE, TN 38502-3145

BEST ONE TIRE SERVICE
2348 ROSSVILLE BLVD
CHATTANOOGA, TN 37408

BLUFF ROCK LANDSCAPE MAINTENANCE
P O BOX 7
CHICKAMAUGA, GA 30707

BODYCOTE THERMAL PROCESSING INC
1690 HWY 138 N E
CONYERS, GA 30013

BOXX GEAR MANUFACTURING INC
787 OLD TRINITY ROAD
DECATUR, AL 35601

BP BUSINESS SOLUTIONS
P O BOX 923928
NORCROSS, GA 30010

BUSINESS CARD BK OF AMERICA
P O BOX 982238
EL PASO, TX 79998

C & S PLATING & MACHINE, INC
9077 HIGHWAY 11, SOUTH
TRENTON, GA 30752

CCTY USA BEARING CO
1111 ROSE ROAD
LAKE ZURICH, IL 60047

CENTURY SPRING CORP.
P O BOX 15287
LOS ANGELES, CA 90015

CHATTANOOGA PAPER & PACKAGING
1641 FERNWOOD CIRCLE
CHATTANOOGA, TN 37421

CITY OF LAFAYETTE
P O BOX 89
LAFAYETTE, GA 30728

COLONIAL SUPPLEMENTAL INS. CO.
PROC CTR P O BOX 1365
COLUMBIA, SC 29202-1365

COMMUNICATIONS & ELECTRONICS
P O BOX 5445
CHATTANOOGA, TN 37406

COMPANION LIFE INSURANCE CO
P O BOX 100102
COLUMBIA, SC 29202-3102

CORNERSTONE COMMUNITY BANK
4154 Ringgold Road
Chattanooga, TN 37412

CRESWELL RICHARDSON
900 APPLING STREET
CHATTANOOGA, TN 37406

DE LAGE LANDEN FINANCIAL SERV
P O BOX 41602
PHILADELPHIA, PA 19101-1602

DIRECT METALS
3775 COBB INTERNATIONAL BLVD
KENNESAW, GA 30152

DUPLICATOR SUPPLY CO.,INC
P.O.BOX 3323
CHATTANOOGA, TN 37404-0323

DYNAMIC COMPUTER SALES & SERVICE
P O BOX 8125
CHATTANOOGA, TN 37414

EDWARD W DANIEL LLC
46950 STATE ROUTE 18 W, STE B
WELLINGTON, OH 44090

ELLISON TECHNOLOGIES
4345 MORRIS PARK DR
CHARLOTTE, NC 28227

EMPLOYERS ASSURANCE COMPANY
14120 BALLANTYNE CORP PL STE 100
CHARLOTTE, NC 28277-2685

ENGINEERED SEALING PRODUCTS INC
P O BOX 310
COLLEGE GROVE, TN 37046

EPSI MASKING & HANGING SOLUTIONS
4221 COURTNEY ROAD
FRANKSVILLE, WI 53126

ESTES EXPRESS LINES
P O BOX 25612
RICHMOND, VA 23260-5612

FASTENAL
4716 ROSSVILLE BLVD
CHATTANOOGA, TN 37407

FIVE STAR FOOD SERVICE INC
248 ROLLINS INDUSTRIAL COURT
RINGGOLD, GA 30736

FLEGAL INSURANCE INC.
P.O.BOX 39
ROSSVILLE, GA 30741

FORD CREDIT
P O BOX 62180
COLORADO SPRINGS, CO 80962

GE CAPITAL
P O BOX 3083
CEDAR RAPIDS, IA 52406-3083

Georgia Department of Revenue
Compliance Division
ARCS - Bankruptcy
1800 Century Blvd NE, Suite 9100

HEIL ENVIRONMENTAL
106 45TH STREET N.E.
FORT PAYNE, AL 35967

HENDERSON HUTCHERSON & MCCULLOUGH, PLLC
1200 MARKET STREET
CHATTANOOGA, TN 37421

INDUSTRIAL WELDING SUPPLY
P O BOX 4014
CHATTANOOGA, TN 37405

Internal Revenue Service
Central Insolvency Operation
P O Box 21126
Philadelphia, PA 19114-0326

J & M TOOL CUTTER GRINDING, INC
38 DEVILS CREEK RD
CORBIN, KY 40701

J SUPPLY CO INC
88 ADDINGTON DR
ROME, GA 30165

JEFFREYS
8500 TRIAD DRIVE
COLFAX, NC 27235

JORGENSEN CONVEYORS, INC
10303 NORTH BAEHR ROAD
MEQUON, WI 53092-4611

JOSEPH T RYERSON & SON
4400 PEACHTREE IND BLVD
NORCROSS, GA 30091-4725

K-M INDUSTRIAL PRODUCTS
P O BOX 1285
OXFORD, GA 30054

KENCO MATERIAL HANDLING SOLUTIONS
2001 RIVERSIDE DR BLDG #3
CHATTANOOGA, TN 37401

KIRK MACHINE CO.
P O BOX 2066
CHATTANOOGA, TN 37409

KLEEN-A-MATIC
P.O.BOX 730
ROSSVILLE, GA 30741

LEGACY MANUFACTURING, INC
2775 LAKEVIEW DR
ROSSVILLE, GA 30741

LOWES/SYNCHRONY BANK
P O BOX 965060
ORLANDO, FL 32896-5060

M FORCE STAFFING INC
1626 DOWNTOWN WEST BOULEVARD
KNOXVILLE, TN 37919

MACHINERY FINANCE RESOURCES
P O BOX 7167
PASADENA, CA 91109-7167

MARMON/KEYSTONE COMPANY
4250 BLUE RIDGE IND. PKWY
NORCROSS, GA 30071

MATERIAL HANDLING, INC
1050 STUART ST
CHATTANOOGA, TN 37406

MAZAK CORPORATION - S E
8025 PRODUCTION DRIVE
FLORENCE, KY 41022

MCMASTER-CARR
6100 FULTON IND BLVD SW
ATLANTA, GA 30336-2853

METALTEK INTERNATIONAL
4180 SOUTH CREEK ROAD
CHATTANOOGA, TN 37406

MITSUBISHI ELECTRIC AUTOMATION INC.
500 CORPORATE WOODS PKWY
VERNON HILLS, IL 60061

MOTION INDUSTRIES
3740 POWERS COURT STE 400
CHATTANOOGA, TN 37416

MSC INDUSTRIAL SUPPLY
4295 CROMWELL RD STE 307
CHATTANOOGA, TN 37421

O'REILLY AUTOMOTIVE STORES, INC.
P.O.BOX 9464
SPRINGFIELD, MO 65801-9464

OFFICE DEPOT CREDIT PLAN
P O BOX 790449
ST LOUIS, MO 63179-0449

ONEAL STEEL, INC
P O BOX 2623
BIRMINGHAM, AL 35202

Phillips Machine Holdings, LLC

PIPING SUPPLY COMPANY INC
3008 N HICKORY STREET
CHATTANOOGA, TN 37406

PITNEY BOWES
P O BOX 371887
PITTSBURGH, PA 15250-7887

PLIC - SBD GRAND ISLAND
P O BOX 10372
DES MOINES, IA 50306-0372

PM ALARMS, LLC
P O BOX 22505
CHATTANOOGA, TN 37422

POWER SYSTEMS INC
805 MCFARLAND PKWY
ALPHARETTA, GA 3004

PREMIER ENGINEERING
1635 LAKES PARKWAY STE U
LAWRENCEVILLE, GA 30043-5858

PRODUCTION TOOL SYS. INC.
2100 SOUTH HOLTZCLAW AVE
CHATTANOOGA, TN 37404

Randall E. Phillips, Guarantor

REMEDY INTELLIGENT STAFFING
6227 LEE HWY STE J
CHATTANOOGA, TN 37421

RENISHAW INC.
5277 TRILLIUM BLVD
HOFFMAN ESTATES, IL 60192

ROCK-TENN FINANACIAL INC
P O BOX 4098
NORCROSS, GA 30091

ROLLED ALLOYS INC
125 W STERNS ROAD
TEMPERANCE, MI 48182

SAFETY & COMPLIANCE MGMT, INC.
P O BOX 615
ROCK SPRING, GA 30739

SAFETY-KLEEN CORP
2600 N CENTRAL EXPRSWY STE 400
RICHARDSON, TX 75080

SAS GLOBAL
21601 MULLIN AVE
WARREN, MI 48089

SECURITY STEEL SUPPLY CO.
P O BOX 227
KANKAKEE, IL 60901

SHOPTECH
180 GLASTONBURY BLVD SUITE 303
GLASTONBURY, CT 6033

SIEMENS FINANCIAL SERVICES INC
301 LINDENWOOD DR STE 215
MALVERN, PA 19355

SISKIN STEEL COMPANY
P O BOX 1191
CHATTANOOGA, TN 37401-1191

SOUTHEAST RUBBER & SAFETY
P O BOX 1568
CHATTANOOGA, TN 37401

SPINDLES PLUS, INC.
4265 ARMSTRONG BLVD.
BATAVIA, OH 45103

STATE FARM INS. COMPANY
11350 JOHNS CREEK PKWY
DULUTH, GA 30089-0001

STATE FARM INS. COMPANY
11350 JOHNS CREEK PKWY
DULUTH, GA 30098-0001

STATELINE FASTENERS, LLC
P O BOX 91165
CHATTANOOGA, TN 37412

SUNTRUST CONSUMER LOAN PAYMENTS
P O BOX 305053
NASHVILLE, TN 37230

TCF EQUIPMENT FINANCE, INC
15450 S OUTER FORTY DR STE 220
CHESTERFIELD, MO 63017

TCI, INC
734 DIXON DRIVE
ELLAVILLE, GA 31806

TECHNOLOGY SALES CO. INC
4027-B SOUTH ACCESS ROAD
CHATTANOOGA, TN 37406

THE CINCINNATI INSURANCE COMPANY
P O BOX 145620
CINCINNATI, OH 45250-5620

TOOL CRIB
3002 INDUSTRIAL PKWY
KNOXVILLE, TN 37950

ULINE
12575 ULINE DRIVE
PLEASANT PRAIRIE, WI 53158

UNITED RENTALS (NORTH AMERICA), INC
320 INDUSTRIAL BLVD
RINGGOLD, GA 30736

UPS
P O BOX 7247-0244
PHILADELPHIA, PA 19170

UPS FREIGHT
P O BOX 1216
RICHMOND, VA 23218-1216

US BANCORP EQUIPMENT FINANCE INC
1310 MADRID ST STE 107
MARSHALL, MN 56258

USF HOLLAND INC
P O BOX 9021
HOLLAND, MI 49422-9021

VISION SERVICE PLAN
P O BOX 742529
LOS ANGELES, CA 90074-2529

WALTER A. WOODS SUPPLY CO
P O BOX 100
ROSSVILLE, GA 30741

WASTE SERVICES OF GEORGIA
1387 WISDOM STREET
CHATTANOOGA, TN 37406

WILSON TOOL INTERNATIONAL
12912 FARNHAM AVENUE
WHITE BEAR LAKE, MN 55110

WINDSTREAM
1720 GALLERIA BLVD
CHARLOTTE, NC 28270

WPIE SUPPLY, INC
P O BOX 589
LAFAYETTE, GA 30728

YP
2247 NORTHLAKE PKWY
TUCKER, GA 30084

**UNITED STATES BANKRUPTCY COURT
EASTERN DISTRICT OF TENNESSEE
SOUTHERN DIVISION (CHATTANOOGA)**IN RE:
Phillips Brothers Machine Co., Inc.

CHAPTER 11

DEBTOR(S)

CASE NO

LIST OF EQUITY SECURITY HOLDERS

Registered Name of Holder of Security Last Known Address or Place of Business	Class of Security	Number Registered	Kind of Interest Registered
--	-------------------	-------------------	--------------------------------

Randall E. Phillips

100 %

**DECLARATION UNDER PENALTY OF PERJURY
ON BEHALF OF A CORPORATION OR PARTNERSHIP**

I, the President of the Corporation
named as the debtor in this case, declare under penalty of perjury that I have read the foregoing list and that it is true and correct to the
best of my information and belief.

Date: 3/4/2015Signature: /s/ Randall E. Phillips
Randall E. Phillips
President

Document Page 66 of 67
UNITED STATES BANKRUPTCY COURT
EASTERN DISTRICT OF TENNESSEE
SOUTHERN DIVISION (CHATTANOOGA)

IN RE:

Phillips Brothers Machine Co., Inc.

Debtor(s)

§
§
§
§
§

Case No. _____

Chapter 11

**DECLARATION FOR ELECTRONIC FILING OF BANKRUPTCY
PETITION, LISTS, STATEMENTS, AND SCHEDULES**

PART I: DECLARATION OF PETITIONER:

As an individual debtor in this case, or as the individual authorized to act on behalf of the corporation, partnership, or limited liability company seeking bankruptcy relief in this case, I hereby request relief as, or on behalf of, the debtor in accordance with the chapter of title 11, United States Code, specified in the petition to be filed electronically in this case. I have read the information provided in the petition, lists, statements, and schedules to be filed electronically in this case and I HEREBY DECLARE UNDER PENALTY OF PERJURY that the information provided therein, as well as the social security information disclosed in this document, is true and correct. I understand that this Declaration is to be filed with the Bankruptcy Court within five (5) business days after the petition, lists, statements, and schedules have been filed electronically. I understand that a failure to file the signed original of this Declaration will result in the dismissal of my case.

☐ *[Only include for Chapter 7 individual petitioners whose debts are primarily consumer debts] --*
I am an individual whose debts are primarily consumer debts and who has chosen to file under chapter 7. I am aware that I may proceed under chapter 7, 11, 12, or 13 of title 11, United States Code, understand the relief available under each chapter, and choose to proceed under chapter 7.

☒ *[Only include if petitioner is a corporation, partnership or limited liability company] --*
I hereby further declare under penalty of perjury that I have been authorized to file the petition, lists, statements, and schedules on behalf of the debtor in this case.

Date: 3/4/2015/s/ Randall E. Phillips

Randall E. Phillips

President

Complete EIN: 58-1615947**PART II: DECLARATION OF ATTORNEY:**

I declare UNDER PENALTY OF PERJURY that: (1) I will give the debtor(s) a copy of all documents referenced by Part I herein which are filed with the United States Bankruptcy Court; and (2) I have informed the debtor(s), if an individual with primarily consumer debts, that he or she may proceed under chapter 7, 11, 12, or 13 of title 11, United States Code, and have explained the relief available under each such chapter.

Date: 3/4/2015/s/ Jerrold D. Farinash

Jerrold D. Farinash, Attorney for Debtor

UNITED STATES BANKRUPTCY COURT
DISTRICT OF CONNECTICUT

In re Phillips Brothers Machine Co., Inc.
(Debtor(s))

Case No. _____
Chapter 11

CORPORATE OWNERSHIP STATEMENT (RULE 7007.1)

Pursuant to Federal Rule of Bankruptcy Procedure 7007.1 and to enable the Judges to evaluate possible disqualification or recusal, the undersigned counsel for Phillips Brothers Machine Co., Inc. in the above captioned action, certifies that the following is a (are) corporation(s), other than the debtor or a governmental unit, that directly or indirectly own(s) 10% or more of any class of the corporation(s)' equity interests, or states that there are no entities to report under FRBP 7007:

☒ None [check if applicable]

03/04/2015
Date

/s/ Randall E. Phillips
Statement of attorney or Litigant